

CONSTITUTION
OF THE
AUSTRALASIAN INSTITUTE OF
ENGINEER SURVEYORS INCORPORATED
(AIES)

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STATEMENT OF OBJECTIVES

OF THE AUSTRALASIAN INSTITUTE OF ENGINEER SURVEYORS INCORPORATED

The objectives of the Australasian Institute of Engineer Surveyors Incorporated (AIES) are to:

1. Promote the development and practice of inspection of plant and equipment and co-ordinate its activities throughout Australia and New Zealand. Equipment shall include boilers and pressure vessels, cranes, lifts, amusement devices and passenger ropeways.
2. Advance the interests of all those engaged in the profession and safeguard their status and character.
3. Establish, promote, form, regulate and control any division of the Association in each State or Territory of Australia or New Zealand pursuant to the objectives of the Association.
4. Foster fraternal sympathy amongst members and stimulate discussion of all matters related to hazardous equipment.
5. Promote a uniform standard for inspectors throughout Australia and New Zealand.
6. Promote self regulation by the adoption of relevant Regulations and Standards and recognition of those accepted as members of the Association.
7. Encourage industry in the use of member's services for hazardous equipment inspection and all related activities to ensure safety in the workplace.
8. Promote public and environmental safety in the design, fabrication, testing, installation and inspection of hazardous equipment.

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Part 1 – Preliminary Definitions

1. Definitions

(1) In this constitution:

Director-General means the Director-General of the Department of Service, Technology and Administration.

Ordinary committee member means a member of the committee who is not an office-bearer of the association.

Secretary means:

(a) the person holding office under this constitution as secretary of the association; or *the Executive Secretary*

(b) where no such person holds that office - the Public Officer of the association.

Special general meeting means a general meeting of the association other than an annual general meeting.

The Act means the Associations Incorporation Act, 2009.

The Regulation means the Associations Incorporation Regulation, 2010.

(2) In this constitution:

(a) a reference to a function includes a reference to a power, authority and duty, and

(b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.

(3) The provisions of the Interpretation Act, 1987, apply to and in respect of this constitution in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

(4) Mailing shall include email and other forms of technology and not be confined to postal mail. Delivered includes email. Written or oral can be email. Lodging also includes email.

(5) Address can mean a valid email address.

(6) Meetings need not be in person but can include teleconferencing or video conferencing where participants are in contact by telephone or computer or similar technology.

(7) Where a book is indicted in these rules, this can take the form of a printed page generated by a computer. Letters can be emails. Invoices and statements can be issued digitally and financial records maintained with accounting packages designed for business accounting and which conform to Australian industry standards.

(8) Cheques and other financial instruments include on-line versions such as internet banking.

Part 2 - Membership

2. Membership generally & qualifications

(1) A person or organisation is qualified to be a member of the association if:

(a) the person is a natural person or organisation who:

(b) has been nominated and approved for membership of the association in accordance with clause 3 by the committee of the association.

(c) is admitted only to Grade C in the case of an organisation.

(2) Membership of the association is in one of the following six categories:

(i) Senior Member "S"

(ii) Member "M"

(iii) Retired Member "R"

(iv) Life Member "L"

(v) Associate "B"

(vi) Affiliate/Corporate "C"

(3) Grade "S" Senior Members must:

(a) be of good fame and character.

(b) pay fees as determined from time to time by the committee.

(c) hold and continue to hold at all times, an acceptable Certificate of Competency, Registration or Accreditation at a Senior Level as either an In-service Inspector or Fabrication Inspector or Design Verifier of hazardous plant outlined in the association's Objectives.

(d) have documented evidence of five (5) years suitable experience in the area of responsibility mentioned previously.

(e) hold any insurance as from time to time the committee determines.

(f) be nominated for membership as provided in Section 3 of this constitution.

(g) be eligible to vote at meetings of the association and to be members of the committee.

(h) be given an identifying number, which is not transferable, for the purpose of identifying in-service equipment, fabrications inspected or designs verified within their area of competence.

(i) in the case of existing Members Grade M as at 23rd September 2002, be exempted from complying with clause (c) and be upgraded to Senior Member Grade S providing financial membership is maintained.

(4) Grade "M" Members will:

(a) be of good fame and character.

(b) pay fees as determined from time to time by the committee.

(c) hold and continue to hold at all times, an acceptable Certificate of Competency, Registration or Accreditation as either an In-service Inspector or Fabrication Inspector or Design Verifier of hazardous plant outlined in the association's Objectives.

(d) hold at the time of application, employment in the area of responsibility mentioned previously, supported by documentary evidence.

(e) hold any insurance as from time to time the committee determines.

(f) be nominated for membership as provided in Section 3 of these rules.

(g) be eligible to vote at meetings of the association and to vote for changes of the Constitution of this Association.

(h) be eligible to be a member of the committee, subject to Rule 13(5).

(i) be given an identifying number, which is not transferable, for the purpose of identifying in-service equipment, fabrications inspected or designs verified within their area of competence.

(5) Grade "R" Retired members will

(a) be of good fame and character.

(b) pay fees as determined from time to time by the committee.

(c) have previously been full grade M members prior to retirement.

(d) not be eligible to vote for changes of the statement of Objectives, Rules or the Constitution of this Association.

(e) apply for change in membership grade.

(f) be eligible to be a member of the committee other than the President.

(6) Grade "L" Life members will

(a) be nominated by a special resolution in recognition of outstanding long-term service to the association.

(b) not be eligible to vote for changes of the Constitution of this Association.

(c) be eligible to be a member of the committee other than the President.

(7) Grade "B" Associates shall:

(a) be of good fame and character.

(b) pay fees as determined from time to time by the committee.

(c) satisfy other requirements that from time to time are set by the Committee.

(d) not be eligible to vote for changes of the statement of Objectives, Rules or the Constitution of this Association.

(e) be nominated for membership as provided in Section 3 of these rules.

(f) be eligible to be a member of the committee other than the President or Vice President.

(8) Grade "C" Affiliate/Corporate members will -

- (a) be nominated for membership as provided in Section 3 of these rules.
- (b) satisfy other requirements that from time to time are set by the Committee.
- (c) not be eligible to vote.
- (d) not be eligible to be a member of committee.

3. Nomination for membership

(1) A nomination of a person for membership of the association:

- (a) must be made by a member of the association other than Grade C in writing in the form set out in Appendix 1 (as amended from time to time) to this constitution and
- (b) must be lodged with the secretary of the association.
- (c) be accompanied by the required sum payable as application fee and annual subscription.

(2) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the committee which shall determine whether to approve or reject the nomination.

- (a) the Committee may veto any application.
- (b) disclosure of the reasons is at the Committee's discretion. Typical reasons would include lack of evidence of appropriate qualifications, experience, competence or ethics.
- (d) where membership has lapsed, any reapplication for Grade S shall be supported by documentary evidence of an acceptable current Certificate of Competency, Registration or Accreditation plus experience as required by Rule 2C(iii).

(3) As soon as practicable after the committee makes that determination, the secretary must:

- (a) notify the nominee in writing that the committee approved or rejected the application (whichever is applicable) and,
- (b) if the committee approved the nomination, and the applicant has not submitted payment with application, request the nominee (within the period of 28 days after receipt by the nominee of the notification) the sum payable under this constitution by a member as an entrance fee and annual subscription.

(4) The secretary must, on payment by the nominee of the amounts referred to in sub clause (3) (b) within the period referred to in this provision, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association.

4. Cessation of membership

A person ceases to be a member of the association if the person:

- (a) dies;
- (b) resigns membership; or
- (c) is expelled from the association.
- (d) fails to pay the annual membership fee under Part 2 within 3 months after the fee is due.

5. Membership entitlements not transferrable

A right, privilege or obligation which a person has by reason of being a member of the association:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

6. Resignation of membership

(1) A member of the association may resign from membership of the

association by first giving written notice of at least one month (or such other period as the committee may determine) to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

(2) Where a member of the association ceases to be a member pursuant to sub clause (1) and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. Register of members

(1) The public officer of the association must establish and maintain a register of members of the association specifying the name and postal or residential address of each person who is a member of the association together with the date on which the person became a member and the membership category.

(2) The Register of members must be kept in New South Wales:

- (a) at the main place of administration of the association, or
- (b) if the association has no premises, at the association's official address.

(3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour on reasonable notice.

(4) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.

(5) If a member requests that any information contained about the member (other than the member's name) not be

made available for inspection, that information must not be made available for inspection.

(6) A member must not use information about a person obtained from the register to contact or send material to the person other than for:

- a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or any other material relating to the association, or
- (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

8. Fees and subscriptions

(1) A member of the association shall, upon admission to membership pay a fee to the association of \$1 or where some other amount is determined by the committee, of that other amount.

(2) In addition to any amount payable by the member under sub clause (1), a member of the association shall pay to the association an annual membership fee of \$2 or, where some other amount is determined by the committee, of that other amount:

- (a) except as provided by paragraph (b), before 1st July, in each calendar year;
- (b) where the member becomes a member on or after 1st July in any calendar year - upon becoming a member and before 1st July in each calendar year thereafter.

9. Members liabilities and duties

(1) The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the cost, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of

membership of the association as required by clause 8.

- (2) All members have a duty to:
- (a) abide by the rules and objectives of the association;
 - (b) uphold the Regulations of the accrediting authority to ensure the safety of the public;
 - (c) undertake training or instruction to remain abreast of technological changes as required by the association or accrediting authority;
 - (d) abide by the minimum fee structure for inspection as set by the accrediting authority;
 - (e) refrain from using unfair tactics to gain advantages in the workplace and avoid criticism which may reasonably lead to the injury of a member's reputation or business;
 - (f) treat as confidential, knowledge of technical processes used by clients;
 - (g) keep the association informed of technical developments applicable to its members;
 - (h) not use the association's name or image to promote any activity without the express approval of the association.

10. Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member and members and the association are to be resolved in the first instance by the committee.
- (2) If one of the parties to the dispute is a member of the committee, then that person must be excluded from the determination of the matter, apart from providing input to the matter.
- (3) If the committee is unable to resolve the dispute, the matter is to be referred to a community justice centre for

mediation under the Community Justice Centres Act 1983,

- (4) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.

(5) The Commercial Arbitration Act 1984 applies to any such dispute referred to arbitration.

11. Disciplining of members

- (1) A complaint may be made to the committee by any person that is a member of the association:
- (a) has refused or neglected to comply with a provision or provisions of this constitution;
 - (b) has willfully acted in a manner prejudicial to the interests of the association.
- (2) The committee may refuse to deal with a complaint if it feels the complaint to be trivial or vexatious in nature.
- (3) If the committee decides to deal with the complaint, the committee:
- (a) must cause notice of the complaint to be served on the member concerned, and
 - (b) must give the member at least 14 days from which the time the notice is served within which to make submissions to the committee in connection with complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (4) The committee may, by resolution, expel the member from the association or suspend the member from the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been

proved and the expulsion from suspension is warranted in the circumstances.

(5) If the committee expels or suspends a member, the secretary must, within 7 days after then action is taken, cause written notice to be given to the member of the action taken and the member's right of appeal under clause 12.

(6) The expulsion or suspension does not take effect:

(a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or

(b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 12, whichever is the later.

12. Right of appeal of disciplined member

(1) A member may appeal to the association in general meeting against a resolution of the committee under clause 11 within 7 days after the resolution is served on the member, by lodging with the secretary a notice to that effect.

(2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

(3) On receipt of a notice from a member under sub clause 1, the secretary must notify the committee which is to convene a special meeting of the association to be held within 28 days after the date on which the secretary received the notice.

(4) At a general meeting of the association convened under sub clause 3 above:

(5) No business other than the question of the appeal is to be transacted and

(6) The committee and the member must be given the opportunity to state their respective cases orally or in writing or both, and

(7) The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

(8) The appeal is to be determined by a simple majority of votes cast by members of the association.

Part 3 – The Committee

13. Powers of the committee

(1) Subject to the Act, the Regulation and this constitution and to any resolution passed by the association in general meeting, the committee:

(a) is to control and manage the affairs of the association, and

(b) may exercise all such functions as may be exercised by the association other than those functions required by this constitution to be exercised by a general meeting of the members of the association, and

(c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

14. Composition and membership of the committee

The committee is to consist of:

(a) the office-bearers of the association, and

(b) at least three 3 ordinary committee members, each of whom is to be elected at the annual general meeting under clause 15.

(2) The total number of the committee is to be seven.

(3) The office-bearers of the association shall be:

- (a) the president
- (b) the vice-president
- (c) the treasurer
- (d) the secretary

(4) A committee member may hold up to two offices (other than both the president and vice-president offices).

(5) Special appointments may be held by office bearers or by committee or by a general member. These include:

- (a) editor of the association's gazette or other publication.
- (b) Standards Representative (2)
- (c) AICIP Representative

(6) Each member of the committee is to, subject to this constitution, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

(7) Signatories for the cheque account shall be determined and agreed to from the elected committee.

(8) Additional signatories for documents and instruments that need a second signature in addition to the Public Officer will be determined at the annual general meeting. One of these may be the Executive Secretary.

15. Election of committee members

(1) Nomination of candidates for election as office-bearers of the association or as ordinary members of the committee.

(a) must be in writing, signed by two members of the association other than Grade C and accompanied by the written

consent of the candidate (which may be endorsed on the form of nomination), and (b) must be delivered to the secretary of the association not less than 7 days before the date fixed for the holding of 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, the candidate nominated are taken to be elected and further nominations shall be received at the annual general meeting.

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

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

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

(6) The ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

(7) A person nominated as a candidate for election as an office bearer or as an ordinary committee member of the association must be a member of the association, with the exception of the Executive Secretary.

(8) For election as President, the member must be a Senior Member Grade S or Member Grade M or have been a financial member of the Institute for 2 continuous years immediately prior to election. Only

one Grade B Associate may be elected to the committee.

16. Secretary

(1) The Secretary of the association shall, as soon as practicable after being appointed as secretary lodge notice with the association of his or her address.

(2) It is the duty of the secretary to keep minutes of:

- (a) all appointments of office-bearers and members of the committee, 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 meetings must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

(4) Where an Executive Secretary is appointed to manage the day-to-day affairs of the association, additional duties may be assigned. These may include but not be limited to:

- (a) assisting the Treasurer by managing the accounting books and issuing invoices.
- (b) carry out the banking and other related duties.
- (c) maintain regular contact with members by email newsletters.
- (d) act as an additional signatory to association documents where required.

17. Treasurer

It is the duty of the treasurer of the association to ensure that:

- (a) all money due to the association is collected and received and that all payments authorised by the association are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the association including full details of all

receipts and expenditure connected with the activities of the association.

(c) while responsibility remains with the Treasurer, tasks may be carried out by the Executive Secretary.

18. Casual Vacancies

(1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed shall hold office subject to this constitution until the conclusion of the annual general meeting next following the date of the appointment.

(2) A casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies, or
- (b) ceases to be a member of the association, or
- (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
- (d) resigns office by notice in writing given to the secretary, or
- (e) is removed from office under rule 18, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the committee from three consecutive meetings of the committee, or
- (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the Corporations Act 2001 of the Commonwealth.

19. Removal of committee members

(1) The association in a general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office of the member so removed.

(2) Where a member of the committee to whom a proposed resolution referred to in sub clause relates makes presentations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary of the president may send a copy of the representations to each member of the association or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20. Committee meetings and quorum

(1) The committee shall meet at least three times in each period of 12 months at such place and time as the committee may determine.

(2) Additional meetings of the committee may be convened by the president or by any member of the committee.

(3) Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed by members of the committee) before the time appointed for the holding of the meeting.

(4) Notice of a meeting of the committee given under sub clause (3) shall specify the general nature of the business to be transacted at the meeting and no business

other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.

(5) Any three members of the committee constitute a quorum for the transaction of the business of a meeting of a committee.

(6) No business shall be transacted by the committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and the same hour of the same day in the following week.

(7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.

(8) At a meeting of a committee:

(a) the president or, in the president's absence, the vice- president shall preside, or

(b) if the president and the vice-president are absent or unwilling to act such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

21. Delegation by committee to sub-committee

(1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:

(a) this power of delegation, and

(b) a function which is a duty imposed on the committee by the Act or by any other law.

(2) A function the exercise of which has been delegated to the sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

(3) A delegation under this section may be made subject to such conditions or limitation as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.

(4) Despite any delegation under this clause the committee may continue to exercise any function delegated.

(5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.

(6) The committee may, by instrument in writing, revoke wholly or in part any delegation in this rule.

(7) A sub-committee may meet and adjourn as it thinks proper.

22. Voting and decisions

(1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

(2) Each member present at a meeting of the committee or any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes of votes on any

question, the person presiding may exercise a second or casting vote.

(3) Subject to clause 20 (5), the committee may act despite any vacancy on the committee.

(4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may be afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part 4 – General Meetings

23. Annual general meetings – holding of

(1) The association must hold its first annual general meeting:

(a) within the period of 18 months after its incorporation under the Act; and

(2) The association must hold its annual general meetings:

(a) within six months after the close of the association's financial year, or

(b) within such later time may be allowed by the Director General or prescribed by the regulation.

24. Annual general meetings – calling of any business

(1) The annual general meeting of the association is subject to the Act and to clause 23 to, be convened on such date and at such place and time as the committee thinks.

(2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

- (a) to confirm the minutes of the last preceding annual general meeting and any special general meeting held since that meeting.
 - (b) to receive from the committee reports on the activities of the association during the last preceding financial year,
 - (c) to elect office bearers of the association and ordinary committee members,
 - (d) to receive and consider any financial statement or report to be submitted to members under the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

25. Special general meeting – calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee shall, on the requisition in writing of not less than five per cent of the total number of Grade S and M members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting:
 - (a) must state the purpose or purposes of the meeting;
 - (b) must be signed by the members making the requisition;
 - (c) must be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within one month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general

meeting to be held not later than three months after that date.

(5) A special general meeting convened by a member or members as referred to in sub clause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

26. Notice

(1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

(2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under sub clause (1), the intention to propose the resolution as a special resolution.

(3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of annual general meeting, business which may be transacted under clause 24(2).

(4) A member desiring to bring any business before a general meeting may give notice in writing of that business in the next notice calling a general meeting

given after receipt of the notice from the member.

27. Quorum for general meetings

(1) No item of business shall 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) Five members present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

(3) If within half an hour of the appointed time for the commencement of a general meeting a quorum is not present, the meeting:

(a) if convened upon the requisition of members, is to be dissolved, and

(b) in any other case shall stand adjourned to the same day in the following week at the time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3 shall constitute a quorum.

28 Presiding member

(1) The president or, in the president's absence, the vice-president, shall preside as chairperson at each general meeting of the association.

(2) If the president and the vice-president are absent from a general meeting or

unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

29. Adjournment

(1) The chairperson of 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 from time to time and place to place, but no business shall 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 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in sub clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

30. Making of decisions

(1) A question arising at a general meeting of the association is to be determined by either:

(a) a show of hands, or

(b) if on the motion of the chairperson or if five or more members present at the meeting decide that the question should be determined by a written ballot.

(2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes

recorded in favour or against that resolution.

(3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

31. Special Resolutions

A special resolution may only be passed by the association in accordance with Section 39 of the Act.

32. Voting

(1) On any question arising at a general meeting of the association a member has one vote only.

(2) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

(3) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.

(4) A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.

33. Proxy votes not permitted

34. Postal Ballots

(1) The association may hold a postal ballot to determine any issue or proposal (other than an appeal under clause 12).

(2) A postal ballot is to be conducted in accordance with schedule 3 to the Regulation.

Part 5 – Miscellaneous

35. Insurance

The association may effect and maintain insurance.

36. Funds – source

(1) The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations, and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.

(2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the associations' bank or other authorised deposit-taking institution account.

(3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

37. Funds – Management

(1) Subject to any resolution passed by the association in a general meeting, the funds of the association are to be used in pursuit of the objects of the association in such manner as the committee determines.

(2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the committee or employees of the association, being members or employees authorised to do so by the committee

38. Change of name, objects and constitution

An application to the Director-General for registration of a change in name, objects or constitution in accordance with section

10 of the Act is to be made by the public officer or a committee member.

39. Custody of books

(1) Except as otherwise provided by this constitution, the public officer shall keep in his or her custody or under his or her control all records, books or other documents relating to the association.

(2) Under control shall include records and documents that are held at the premises of the Executive Secretary.

40. Inspection of books etc.

(1) The following documents are to be open to inspection, free of charge, by a member of the association at any reasonable hour and on reasonable notice:

- (a) records, books and other financial documents of the association,
- (b) this constitution,
- (c) minutes of all committee meetings and general meetings of the association.

(2) A member may obtain a copy of any of the documents referred to in sub clause (1) for a fee of not more than \$1 for each page copied.

41. Service of notices

(1) For the purpose of this constitution, a notice may be served on or given to a person:

- (a) by delivering it to the person personally, or
- (b) by sending it by pre-paid post to the address of the person, or

(2) In the case of notice sent by facsimile transmission or some other form of electronic transmission, on the day it was sent or, if the machine produces a report indicating that the notice was sent on a later date, on that date.

42. Financial Year

The financial year for the association is: The period of time commencing on the date of incorporation of the association and ending on the following 30 June, and each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

43. Surplus Property

(1) At the first general meeting of the association, the association shall pass a special resolution nominating an incorporated association as the association in which it is to vest its surplus property pursuant to the Act in the event of the winding up or the cancellation of the incorporation of the association.

(2) The incorporated association so nominated shall be one which fulfils the requirements specified in section 53(2) (a) - (c) of the Act.

