



Constitution

Last Revised – February 2023

1. Name of association

The name of the Association is the “Tasmanian Feline Association Incorporated” and shall be hereinafter referred to in this constitution as the Association or TFA.

2. Interpretation

In these clauses, unless the context otherwise requires –

<i>Accounting records</i>	has the same meaning as in the Act;
<i>Act</i>	means the Associations Incorporation Act 1964;
<i>Annual General Meeting</i>	means an annual general meeting of the Association held under rule 6;
<i>Association</i>	means the association referred to in rule 1;
<i>Association</i>	has the same meaning as in the Act;
<i>Auditor</i>	means the person appointed as the auditor of the Association under rule 14 ;
<i>Authorised Deposit-taking Institution</i>	means a body corporate that is an authorised deposit-taking institution for the purposes of the Banking Act 1959 of the Commonwealth;
<i>Basic Objects of the Association</i>	means the objects and purposes of the Association as stated in an application under section 7 of the Act for the incorporation of the Association;
<i>Committee</i>	means the committee of management referred to in rule 8;
<i>Financial Year</i>	has the same meaning as in the Act;
<i>General Meeting</i>	means – (a) an annual general meeting; or (b) a special general meeting;
<i>Officer of the Association</i>	means a person elected as an officer of the Association at an annual general meeting or appointed as an officer or executive of the Association under rule 8.1;
<i>Ordinary Business of an Annual General Meeting</i>	means the business specified in rule 6;
<i>Ordinary Committee</i>	means a member of the committee other than an officer of the Association;
<i>Member</i>	
<i>Public Officer</i>	means the person who is, under section 14 of the Act, the public officer of the Association;
<i>Special Committee Meeting</i>	means a meeting of the committee that is convened under rule 9.6 by the president or any 4 of the members of the committee;
<i>Special General Meeting</i>	means a special general meeting of the Association convened under rule 6.8 ;
<i>Special Resolution</i>	has the same meaning as in the Act.

3. Association's office

The office of the Association is at the address of the Secretary.

4. Objects and purposes of Association

- 4.1 To promote in every way and foster interest in the general welfare of all cats and kittens.
- 4.2 To promote responsible pet ownership.
- 4.3 To keep registers and stud books and provide for the registration of cats and breeders' prefixes and other records.
- 4.4 To set standards and breeding guidelines for the breeding of pedigree cats.
- 4.5 To make regulations for the day to day running of TFA.
- 4.6 To set By-Laws for the running of cat shows.
- 4.7 To run cat shows and make awards at cat shows.
- 4.8 To award titles to qualified cats.
- 4.9 To hold instruction classes for judges, stewards and others.
- 4.10 To appoint judges, stewards and others as required.
- 4.11 To become a member or affiliate of other national bodies.
- 4.12 To accept membership from interested persons.
- 4.13 To hold money in accounts in banks or other financial institutions or to hold shares or securities of any kind.
- 4.14 To carry out any other activities deemed beneficial to cats, their welfare, breeding and the showing of them.

5. Membership of Association

- 5.1 An application for membership must be lodged in writing with the Secretary and must be accompanied by the joining fee and annual subscription.
- 5.2 The Secretary must refer the application to the next Committee meeting or facilitate an electronic poll of the committee.
- 5.3 The Committee must determine whether to approve or reject the application.
- 5.4 If the Committee approves an application for membership, the Secretary must, as soon as practicable, notify the applicant either in writing or electronically of the approval and enter the applicant's name in the register of members.
- 5.5 An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her application is accepted and TFA have received valid confirmation that the applicant has resigned membership from or no longer a member of another feline control organisation if previously a member of another feline control organisation or association.
- 5.6 If the Committee rejects an application, the Secretary must, as soon as practicable, notify the applicant in writing that the application has been rejected.
- 5.7 A right, privilege, or obligation of a person by reason of membership is not capable of being transferred or transmitted to another person and terminates upon the cessation of membership whether by death or resignation or otherwise.

5.8 All members must abide by the Constitution, By-Laws, Code of Conduct, Social Media Policy and Code of Ethics of TFA and must comply with Tasmanian Cat Management Act 2009 and the Tasmanian Cat Management Regulations 2012 and any amendments made thereafter.

5.9 The public officer (Secretary) is to maintain, or establish and maintain, a register of members containing –

5.9.1 the name of each member of the Association and the date on which he or she became a member; and

5.9.2 the member's postal or residential address or address of business or employment; and

5.9.3 an email address, if any, that the member has nominated as the email address to which notices from the Association may be sent; and

5.9.4 the name of each person who has ceased to be a member of the Association and the date on which the person ceased to be a member of the Association.

5.10 Classes of Membership

5.10.1 Members:

The committee may admit as a member a natural person who:

5.10.1.1 is over the age of 18 years; and

5.10.1.2 resides at an address situated in the State of Tasmania;

5.10.1.3 is not a member of another Feline Controlling Organisation within Tasmania, with the exception of sub-clause (5.10.1.4);

5.10.1.4 new applicants who are members of another Feline Controlling Organisation, similar to TFA, must resign their other membership(s) within 14 days of TFA accepting their membership application.

5.10.2 Members:

5.10.2.1 have voting rights at all General Meetings, and for any special resolution;

5.10.2.2 have the right to register cats and compete for TFA awards as outlined in the Rules & Regulations;

5.10.2.3 may be eligible for nomination as office bearers, or election as a member of the Committee, subject to other requirements herein;

5.10.2.4 other rights as outlined in the Rules & Regulations.

5.10.3 Junior Members

The committee may admit as a junior member a natural person who:

5.10.3.1 is under the age of 18 years; and

5.10.3.2 resides at an address situated in the State of Tasmania;

5.10.3.3 is not a member of another Feline Controlling Organisation within Tasmania, with the exception of sub-clause (5.10.3.4);

5.10.3.4 new applicants who are members of another Feline Controlling Organisation, similar to TFA, must resign their other membership(s) within 14 days of TFA accepting their membership application.

5.10.4 A Junior Member:

5.10.4.1 is not eligible to hold any office under the Constitution and By-Laws or to submit his or her name as a candidate for appointment as a Judge;

5.10.4.2 is not entitled to vote at any meeting; and

5.10.4.3 is not eligible for nomination to, or election as a member of the Committee and may not vote in any ballot in any such election; and

5.10.4.4 shall be entitled to enjoy all of the rights and privileges of and shall be subject to all of the obligations imposed upon a member by the Constitution and By-Laws.

5.10.5 Life membership

5.10.5.1 Life membership of TFA may be granted to any person deemed to have been of outstanding service to TFA or the Cat Fancy in general;

5.10.5.2 Life membership shall be granted at the AGM;

5.10.5.3 Life members shall enjoy all the rights and privileges of membership;

5.10.5.4 Only one life membership shall be granted per calendar year;

5.10.5.5 There shall be no more than twenty life members at any one time.

5.10.5.6 If a person with Life Membership resigns from the TFA or joins another feline control association, that life member will no longer have voting rights within TFA.

5.10.6 Renewal of Membership

5.10.6.1 All memberships of the Association with the exception of life membership are for one (1) year only and expire at the end of each year (31st December) unless renewed yearly in accordance with this clause.

5.10.6.2 Renewal applications shall:

5.10.6.2.1 Be signed in writing by the applicant/s.

5.10.6.2.2 Be lodged with the Secretary of the Association no later than the 31st December each year.

5.10.6.2.3 As soon as practicable after receipt of renewal application and the sum payable the Secretary shall notify the applicant in writing of the renewal and shall note the membership renewal in the register of members whereupon that membership is renewed until 31st December of the following year.

5.10.6.2.4 Upon an application for renewal being refused by the Committee, the Secretary shall, with as little delay as possible (and no later than the 31st of December of that year), notify the applicant in writing of, and reasons for, the refusal. A refusal to renew a membership shall not constitute expulsion.

5.10.6.2.5 If a member does not renew his/her membership before the close of business on 31st December all membership rights are suspended until payment is received.

5.10.6.2.6 A member whose membership is suspended in accordance with sub-clause (5.10.6.2.5) ceases to be a member when his/her annual subscription remains unpaid by close of business on 30th day of January immediately following the due date for payment in each year.

5.10.6.2.7 All Challenge certificates, Cat of the Year points or any other Association annual award points awarded during the period when a membership is suspended in will not be recognized by the Association at any time.

5.10.7 Affiliated Bodies

5.10.7.1 The Committee may admit as an affiliate or associate affiliate of the association an incorporated cat club, cat society, or other body established for the purposes of conducting exhibitions of cats, or for the purpose of promoting interest in a particular breed of cat.

5.10.7.2 The Committee may admit as an associate affiliate an Agricultural Society or other like body which has constituted a cat section show committee for the purpose of conducting a cat show at its annual show.

5.10.7.3 The Committee may charge such entrance fee and such annual subscription for affiliation as the committee may from time to time determine, and an affiliate or associate affiliate shall pay such annual subscription in advance in respect each financial year. The annual subscription shall be payable on the first day of January in each year. If an affiliate or associate affiliate shall fail to pay such subscription by the 30th April of that year, it shall not be entitled to any privileges which an affiliate or associate affiliate is entitled to under the rules, until such time as the annual subscription has been paid.

6. Meetings of Members

6.1 The Association shall, in each year, hold an Annual General Meeting.

6.2 The Annual General Meeting shall be held on such day prior to the 28th February of the following year, as the Committee may determine.

6.3 The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.

- 6.4 The Annual General Meeting shall be specified as such in the notice convening it.
- 6.5 Such notice convening it shall be sent to each member at their address or email address as in the register of members not less than fourteen (14) clear days before the day appointed for the meeting.
- 6.6 The ordinary business of the annual general business shall be:
 - 6.6.1 To confirm minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting.
 - 6.6.2 To receive from the Committee and servants of the Association reports upon the transactions of the Association during the last financial year.
 - 6.6.3 To declare the result of the ballot to elect ordinary committee members.
 - 6.6.4 To appoint an Auditor if required.
 - 6.6.5 To discuss any business, notice of which has been lodged in writing with the Secretary at least 30 days prior to the meeting.
 - 6.6.6 To receive an annual financial statement from the TFA Treasurer.
- 6.7 The Annual General Meeting may transact special business of which notice is given in accordance with this constitution.

- 6.8 All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
 - 6.8.1 A Special General Meeting may be convened by the President, the Secretary or three members of the Committee, or ten (10) ordinary members of the Association.
 - 6.8.2 A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by those who requisition the Special General Meeting, and deposited with the Secretary of the Association and may consist of several documents of like form each signed by one or more of the requisitionists.
 - 6.8.3 If the Secretary does not cause a Special General Meeting to be held within twenty-one (21) days from the date of which the requisition therefore is received by the Secretary of the Association, the requisitionists, or any or any of them, may convene the meeting; but any meeting convened shall not be held after three (3) months from the date of the deposit of the requisition.
- 6.9 All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting, with the exception of that specifically referred to in this constitution as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.
- 6.10 No item of business shall be transacted at a General Meeting unless a quorum of members entitled to vote is present during the time when the meeting is considering that item. Twenty percent (20%) of the membership or five (5) members personally present (being members entitled to vote there at), whichever is fewer, constitutes a quorum for the transaction of the business of a General Meeting.
- 6.11 If within one hour after the appointed time for commencement of a General Meeting a quorum is not present, the meeting, if convened upon requisition of members, shall be dissolved; and in any other case it shall stand adjourned to the same day in the next week, at the same time and (unless another place is specified by the chairman at the time of the adjournment or by written notice to members given before the day to which is adjourned) at the same place, and if at the adjourned meeting a quorum is not present within one hour of the time appointed for the commencement of the meeting, the meeting shall be dissolved.
- 6.12 The President, or in his absence, the Vice President, shall preside at every General Meeting of the Association.
- 6.13 If the President and the Vice President are absent from a General Meeting, the members present shall elect one of their number to preside thereat.
- 6.14 The presiding officer of a General Meeting at which a quorum is present may, with consent of 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 business left unfinished at the meeting at which the adjournment took place.
 - 6.14.1 Where a meeting is adjourned for 14 days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.

- 6.14.2 Except as provided in the foregoing provisions of this clause, it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 6.15 A question arising at a General Meeting of the Association shall be determined by a show of hands, unless the presiding officer, in his absolute discretion, decides a poll or ballot is required. A declaration by the presiding officer that a resolution has, on a show of hands or count of secret ballot, been carried, or carried unanimously, or carried by a particular majority, or lost, and an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the proportion of the votes recorded in favour of, or against, that resolution.
- 6.15.1 Upon any question arising at a General Meeting of the Association, a member has only one vote.
- 6.15.2 Proxy votes are not permitted.
- 6.15.3 In the case of an equality of voting on a question the chairman of the meeting is entitled to exercise a casting vote.
- 6.16 To be eligible to nominate a person for the position on the Committee, to attend the Annual General meeting or any General Meetings of the Association and to vote on matters before such a meetings, a person is required to be a continuous financial member of the Association for the period of 3 months prior to the General or Annual General meeting.
- 6.17 If at a meeting a poll on any question is required it shall be taken at that meeting in such a manner as the chairman may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.
- 6.18 A poll that is required on the election of a presiding officer, or on a question of adjournment, shall be taken forthwith, and a poll that is required on any other question shall be taken at such a time before the close of meeting as the presiding officer shall direct.
- 6.19 At all General Meetings of the Association no business shall be considered or discussed other than that of which notice has been given on the notice summoning the meeting, or shall arise out of such business.
- 6.20 At all General Meetings of the Association, Standing Orders shall be followed as published in the Rostrum Book, "Take the Chair". Where there is doubt over questions or order or practice the ruling of the presiding officer of the meeting shall be accepted as final.
- 6.21 The committee of the association may determine that an Annual General Meeting can be held via an online video conferencing platform if appropriate. Special Resolutions cannot be presented or passed at online meetings and must be passed only at an Annual General Meeting where members are physically attending the meeting and there is quorum. (6.10)

7. Duties of the Committee

- 7.1 The affairs of the Association shall be managed by a Committee of management constituted as provided in clauses (8.1) and (8.2).

The Committee:

- 7.1.1 shall control and manage the business and affairs of the Association;
- 7.1.2 may, subject to this constitution, exercise all powers and functions as may be exercised by the Association, other than those powers and functions that are required by this constitution to be exercised by General Meetings of members of the Association; and
- 7.1.3 has the power to perform all such acts and things as they appear to the Committee to be essential for the proper management of the business and affairs of the Association.

8. Composition of The Committee

- 8.1 The Officers of the Association (also known as the executive) shall be:
- 8.1.1 A President
- 8.1.2 A Secretary / Public Officer
- 8.1.3 A Treasurer
- 8.2 Each member of the Committee shall, subject to this constitution hold office for a period of three (3) years with one (1) officer (executive) position and three (3) committee members standing down each year on a rotational basis.
- 8.2.1 The order that the officers will stand for election will be first (1st) year – Treasurer, second (2nd) year – Secretary and the third (3rd) year - President.
- 8.2.2 For the first two (2) years of operation of the committee, Committee members to stand down shall be determined by way of a ballot or mutual acceptance.
- 8.2.3 Each member so standing down subject to the requirements of this sub-clause (8.2) may make themselves available for immediate re-election if so desired.
- 8.3 The President shall be elected by the members at the A.G.M.
- 8.4 At the first general meeting after the Annual General Meeting each year, the position of Vice President will be selected from the committee members.
- 8.5 The Secretary, Registrar and Treasurer shall be appointed by the Committee of the Association from amongst its members where possible, otherwise as it decides. The Secretary, Registrar and the Treasurer shall have no voting rights unless they already hold office on the Committee, carrying with it such rights.
- 8.6 The position of Registrar will have no set term. The position of Registrar shall have no voting rights unless they already hold office and a voting position on the Committee, carrying with it such rights. The position is subject to regular assessment by the committee.
- 8.7 In event there is a casual vacancy in any office mentioned in sub-clause (8.1), the

Association shall appoint one committee member to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting following the date of the appointment or until that office position is due for re-election in the three (3) year position rotational election cycle outlined in sub-clause (8.2).

8.8 The Committee may consist of:

8.8.1 Officers of the Association;

8.8.2 Up to ten (10) committee members (including the officers/executive) to be elected for a rotating three (3) year term with 3 committee member positions due for election every year at the Annual General Meeting. These committee members are elected by the membership. The same shall be elected by means of a postal, electronic ballot, show of hands or secret ballot as decided by the Committee members.

8.9 Each ordinary committee member shall, subject to this constitution hold office for 3 years as appropriate from the date of the Annual General Meeting at which they were elected. Each ordinary committee person is eligible to be re-elected for a further term. If the committee member was been voted on to the committee to replace a committee member that has left the committee as in sub-clause (8.15), they will take over the remaining term of the originally elected committee member

8.10 In event that there is a casual vacancy of an ordinary committee member provided for in sub-clause (8.7), then a countback from the most recent general election shall be conducted and the unelected candidate with the highest number of votes shall be appointed to the vacancy for the remainder of that term. Should the unelected candidate with the highest number of votes decline to accept the vacancy on the Committee, the vacancy shall be offered to the candidate with the next highest number of votes. In event that no unelected candidate from the most recent election accepts the vacancy on the Committee, then a by-election for a replacement shall be held by means of a postal or electronic ballot amongst the general membership for the balance of the unexpired term.

8.10.1 If this vacancy occurs within three (3) months or fewer of the conclusion of that member's term, that member will not be replaced until the election is due.

8.11 Nominations of candidates for electable positions on the Committee:

8.11.1 Shall be in writing, signed by two members of the Association and accompanied by written consent of the candidate (which may be endorsed on the form of nomination); and

8.11.2 Shall be delivered to the Secretary of the Association at least twenty-one (21) days before the date fixed for holding of the Annual General Meeting. If insufficient nominations are received to fill vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received from the floor at the Annual General Meeting if required.

8.12 If the number of nominations received is equal to the number of positions to be filled, the persons nominated shall be deemed elected.

8.13 If the number of nominations exceeds the number of vacancies to be filled, a ballot

shall be held.

8.14 The ballot shall be conducted prior to the Annual General Meeting by way of postal vote or electronic vote in the manner prescribed:

8.14.1 The ballot for one or more positions of Committee member shall be based on the first past the post system.

8.14.2 A ballot paper or notification of an electronic poll shall be sent to each member at their addresses indicated in the register of members maintained by the Secretary fourteen (14) days prior to the date of the Annual General Meeting.

8.14.3 The postal ballots shall be returned to the returning officer four (4) days prior to the date of the Annual General Meeting.

8.14.4 Voting in electronic ballots will stop two (2) days prior to the date of the Annual General Meeting

8.15 Ballots held for the selection of committee members shall be run with a points system. Candidates receiving votes in the first ten (10) places will be allocation points as follows:

1 - 15 points

2 – 13 points

3 – 11 points

4 – 9 points

5 – 7 points

6 – 5 points

7 – 4 points

8 – 3 points

9 – 2 points

10 – 1 point

Placings after tenth (10) are not allocated points. Points will be tallied on the day of the Annual General Meeting. Candidates with the highest point counts for the number of vacancies will become committee members.

8.16 Each candidate shall be entitled to appoint one (1) scrutineer to scrutinise the counting of votes.

8.17 Unless otherwise decided by the Committee the Secretary is deemed to be the returning Officer.

8.18 For the purpose of this constitution, the office of the registrar or an elected or appointed committee member becomes vacant if the registrar, the officer or the committee member:

8.18.1 Dies;

8.18.2 Becomes of unsound mind;

8.18.3 Ceases to be a resident in the state;

8.18.4 Fails, without leave of the Committee, to attend three consecutive meetings;

8.18.5 Ceases to be a member of the Association.

8.19 Committee members hold office until the end of the next annual general meeting.

9. General Committee Meetings

- 9.1 The Committee shall meet at least every two months at such a place and such a time as the Committee may determine.
- 9.2 Special meetings of the Committee may be convened by the President or three (3) of its members.
- 9.3 Notice shall be given to all members of the Committee of any special meeting, specifying the business to be transacted, and no other business shall be transacted at such a meeting without the approval of the President.
- 9.4 Any five (5) members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 9.5 No business shall be transacted 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 will stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting is a special meeting, in which case it lapses.
- 9.6 At any meeting of the Committee:
 - 9.6.1 The President, or in his absence the Vice President, shall preside.
 - 9.6.2 If the President or the Vice President are absent, such one of the remaining members of the Committee as may be chosen by the members present; shall preside.
- 9.7 The committee of the association may determine that a committee meeting can be held via an online video conferencing platform if appropriate.

- 9.8 Questions arising at meetings of the Committee or any such Sub-committees appointed by a show of hands or by way of a poll as determined by the presiding officer in his absolute discretion.
- 9.9 Subject to this constitution each member present at the meeting is entitled to one vote and in the event of an equality of votes on any question, the person presiding may exercise a casting vote.
- 9.10 Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to them at a reasonable time before the meeting electronically or by sending it in a prepaid letter addressed at his usual or last known place of abode in time to reach him before the start of the meeting.
- 9.11 A member of Committee who has an interest in any contract or arrangement made or proposed to be made with the Association shall disclose his interest at the first meeting of the Committee at which the contract or arrangement is first taken into consideration, if his interest then exists; or, in any other case, at the first meeting of the Committee after the acquisition of his interest.
- 9.12 If a member of the Committee obtains an interest in a contract or arrangement after it is made or entered into, he shall disclose his interest at the first meeting of the Committee after he becomes so interested.
- 9.13 No member of Committee shall vote as a member of the Committee in respect of any contract or arrangement in which he has an interest and if he does so his vote will not be counted.
 - 9.13.1 The Committee may at any time appoint a Sub-committee from the Committee as it may think fit and shall prescribe the powers and functions thereof.
 - 9.13.2 The Committee may co-opt as members of a Sub-committee such persons as it thinks fit, whether or not those persons are members of the Association, but a person so co-opted is not entitled to vote.
 - 9.13.3 Half plus one of the appointed members of a Sub-committee constitute a quorum at a meeting of a Sub-committee.

10. Income, Expenditure and Property

- 10.1 The income of TFA shall be derived from joining fees, annual fees, charges for services, donations and other sources.
- 10.2 The Treasurer must collect and receive all moneys due and make all authorised payments and keep correct accounts, with full details of all receipts and expenditure, showing the financial affairs of TFA.
- 10.3 The income and property of TFA shall be applied solely towards the promotion of its objects and no portion shall be paid by way of dividend bonus or otherwise by way of profit to members, except for payment of services rendered, honorariums as set at the AGM and reimbursement of expenses.

- 10.4 The committee may decide at its discretion, that a percentage of the income derived by the work of the Registrar be paid to the Registrar for services rendered. This percentage shall be decided by the committee and paid to the Registrar by the Treasurer after a work balance sheet has been submitted and approved by the committee at each general committee meeting.
- 10.5 The Association may –
- 10.5.1 pay a person or member of the Association –
 - 10.5.1.1 remuneration in return for services rendered to the Association, or for goods supplied to the Association, in the ordinary course of business of the person or member; or
 - 10.5.1.2 remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the person or member for any of the objects or purposes of the Association; or
 - 10.5.1.3 interest at a rate not exceeding 7.25% on money lent to the Association by the person or member; or
 - 10.5.1.4 a reasonable amount by way of rent for premises, or a part of premises, let to the Association by the person or member; and
 - 10.5.2 pay a member of the committee remuneration in return for carrying out the functions of a member of the committee; and
 - 10.5.3 pay a member of a subcommittee remuneration in return for carrying out the functions of a member of the subcommittee; and
 - 10.5.4 if so requested by or on behalf of any other association, organisation or body, appoint or nominate a member of the Association to an office in that other association, organisation or body.
- 10.6 Despite sub-clause (10.4.1)(.1) , (.2) and (.3) , the Association is not to pay a person any amount under that sub-clause unless the Association or committee has first approved that payment.
- 10.7 Despite sub-clause (10.4.1.4) , the Association is not to appoint or nominate a member of the Association under that sub-clause to an office in respect of which remuneration is payable unless the Association or committee has first approved –
- 10.7.1 that appointment or nomination; and
 - 10.7.2 the receipt of that remuneration by that member.

11. Liability of members

- 11.1 Any right, privilege or obligation of a person as a member of the Association –
- 11.1.1 is not capable of being transferred to another person; and
 - 11.1.2 terminates when the person ceases to be a member of the Association.
- 11.2 If the Association is wound up, each person who was, immediately before the Association is wound up, a member of the Association, and each person who was a member of the Association within the period of 12 months immediately preceding the commencement of the winding-up, is liable to contribute –

- 11.2.1 to the assets of the Association for payment of the liabilities of the Association; and
 - 11.2.2 for the costs, charges and expenses of the winding-up; and
 - 11.2.3 for the adjustment of the rights of the contributors among themselves.
- 11.3 Any liability under sub-clause (11.2) is not to exceed \$100.
- 11.4 Despite sub-clause (11.2) , a former member of the Association is not liable to contribute under that sub-clause in respect of any liability of the Association incurred after he or she ceased to be a member.

12. Accounts of receipts and expenditure

- 12.1 True accounts are to be kept of the following:
- 12.1.1 each receipt or payment of money by the Association and the matter in respect of which the money was received or paid;
 - 12.1.2 each asset or liability of the Association.
- 12.2 The accounts are to be open to inspection by the members of the Association at any reasonable time, and in any reasonable manner, determined by the committee.
- 12.3 The treasurer of the Association is to keep all accounting books, and general records and records of receipts and payments, connected with the business of the Association in the form and manner the committee determines.
- 12.4 The accounts, books and records are to be kept by the Treasurer or at any other place the committee determines.
- 12.5 The committee of the association shall determine if an approved on-line accounting system shall be used by the treasurer in place of a manual book keeping system. This online accounting system must also be available for an auditor to use if appointed. The Treasurer must continue to retain all receipts, invoices income as rule 12.3

13. Banking and finance

- 13.1 On behalf of the Association, the treasurer of the Association is to –
- 13.1.1 receive any money paid to the Association; and
 - 13.1.2 immediately after receiving the money, issue an official receipt in respect of the money; and
 - 13.1.3 cause the money to be paid into the account opened under sub-clause (13.1.2) as soon as practicable after it is received.
- 13.2 The committee is to open with an authorised deposit-taking institution an account in the name of the Association.
- 13.3 The committee may –
- 13.3.1 receive from an authorised deposit-taking institution a cheque drawn by the Association on any of the Association's accounts with the authorised deposit-taking institution; and
 - 13.3.2 release or indemnify the authorised deposit-taking institution from or against any claim, or action or other proceeding, arising directly or

indirectly out of the drawing of that cheque.

- 13.4 Except with the authority of the committee, a payment of an amount exceeding \$20 is not to be made from the funds of the Association other than –
 - 13.4.1 by cheque drawn on the Association's account; or
 - 13.4.2 by the electronic transfer of funds from the Association's account to another account at an authorised deposit-taking institution.
- 13.5 The committee may provide the treasurer of the Association with an amount of money to meet urgent expenditure, subject to any conditions the committee may impose in relation to the expenditure.
- 13.6 A cheque is not to be drawn on the Association's account, and an amount is not to be electronically transferred from the Association's account to another account at an authorised deposit-taking institution, except for the purpose of making a payment that has been authorised by the committee.
- 13.7 A cheque, draft, bill of exchange, promissory note or other negotiable instrument is to be –
 - 13.7.1 signed by the treasurer of the Association or, in the treasurer's absence, by any other member, or members, of the committee the committee nominates for that purpose; and
 - 13.7.2 countersigned by the public officer.
- 13.8 An electronic transfer of an amount from the Association's account to another account at an authorised deposit-taking institution –
 - 13.8.1 may only be authorised by the treasurer of the Association or, in the treasurer's absence, by any other member, or members, of the committee the committee nominates for that purpose; and
 - 13.8.2 may only be authorised by a person referred to in paragraph (a) if the authorisation has been approved by the public officer.

14. Auditor

- 14.1 At each annual general meeting, the members of the Association present at the meeting are to appoint a person as the auditor of the Association.
- 14.2 If an auditor is not appointed at an annual general meeting under sub-clause (14.1), the committee is to appoint a person as the auditor of the Association as soon as practicable after that annual general meeting.
- 14.3 The auditor is to hold office until the next annual general meeting and is eligible for re- appointment.
- 14.4 The first auditor –
 - 14.4.1 may be appointed by the committee before the first annual general meeting; and
 - 14.4.2 if so appointed, holds office until the end of the first annual general meeting unless earlier removed by a resolution of the members of the Association at a general meeting.

- 14.5 If the first auditor is appointed by the committee under sub-clause (14.4.1) and subsequently removed at a general meeting under sub-clause (14.4.2) , the members of the Association, at that general meeting, may appoint an auditor to hold office until the end of the first annual general meeting.
- 14.6 Except as provided in sub-clause (14.4.2) , the auditor may only be removed from office by special resolution.
- 14.7 If a casual vacancy occurs in the office of auditor, the committee is to appoint a person to fill the vacancy until the end of the next annual general meeting.

15. Audit of accounts

- 15.1 The auditor is to audit the financial affairs of the Association at least once in each financial year of the Association.
- 15.2 The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to –
 - 15.2.1 certify as to the correctness of the accounts of the Association; and
 - 15.2.2 at the next annual general meeting, provide a written report to the members of the Association who are present at that meeting.
- 15.3 In the report and in certifying to the accounts, the auditor is to –
 - 15.3.1 specify the information, if any, that he or she has required under sub-clause (15.2.2) and obtained; and
 - 15.3.2 state whether, in his or her opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the information at his or her disposal; and
 - 15.3.3 state whether the rules relating to the administration of the funds of the Association have been observed.
- 15.4 The public officer is to deliver to the auditor a list of all the accounting records, books and accounts of the Association.
- 15.5 The auditor may –
 - 15.5.1 have access to the accounting records, books and accounts of the Association; and
 - 15.5.2 require from any employee of, or person who has acted on behalf of, the Association any information the auditor considers necessary for the performance of his or her duties; and
 - 15.5.3 employ any person to assist in auditing the financial affairs of the Association; and
 - 15.5.4 examine any member of the committee, or any employee of, or person who has acted on behalf of, the Association, in relation to the accounting records, books and accounts of the Association.

16. Exemptions under the Act

- 16.1 For any financial year that the Association is exempt from the requirement to be audited by virtue of section 24(1B) or (1C) of the Act –
- 16.1.1 an auditor is not required to be appointed for that financial year under rule 10 unless the Association elects to have the financial affairs of the Association for that financial year audited in accordance with the Act and these rules; and
 - 16.1.2 if an auditor is not appointed for a financial year by virtue of paragraph (a) –
 - 16.1.2.1 rules 10 and 11 do not apply in respect of the Association for that financial year; and
 - 16.1.2.2 rule 13(5)(b) , to the extent that it relates to an auditor, does not apply in respect of the annual general meeting held by the Association in respect of that financial year; and
 - 16.1.2.3 rule 13(5)(d) does not apply in respect of the annual general meeting held by the Association in respect of that financial year.
- 16.2 For any financial year that the Association is exempt from the requirement to provide an annual return by virtue of section 24(1B) of the Act, the committee must provide, as part of the ordinary business of the annual general meeting for that financial year, a copy of the annual financial report given under the Australian Charities and Not-for-profits Commission Act 2012 of the Commonwealth in respect of that financial year.

17. Service of notices and requisitions

- 17.1 Except as otherwise provided by these rules, a document may be served under these rules on a person by –
- 17.1.1 giving it to the person; or
 - 17.1.2 leaving it at, or sending it by post to, the person's postal or residential address or place or address of business or employment last known to the server of the document; or
 - 17.1.3 faxing it to the person's fax number; or
 - 17.1.4 emailing it to the person's email address.

18. Expulsion of members

- 18.1 The committee may expel a member from the Association if, in the opinion of the committee, the member is guilty of conduct detrimental to the interests of the Association.
- 18.2 The expulsion of a member under sub-clause (18.1) does not take effect until whichever of the following occurs later:
- 18.2.1 the fourteenth day after the day on which a notice is served on the member under sub-clause (18.3) ;

- 18.2.2 if the member exercises his or her right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.
- 18.3 If the committee expels a member from the Association, the public officer, without undue delay, is to cause to be served on the member a notice in writing –
- 18.3.1 stating that the committee has expelled the member; and
- 18.3.2 specifying the grounds for the expulsion; and
- 18.3.3 informing the member of the right to appeal against the expulsion under clause 19.
- 18.4 The public officer can remove a member from the register of members if the annual fee is unpaid either:
- 3 months from the beginning of the financial year, or
 - 14 days after the member has received notice, in writing, from the public officer

19. Appeal against expulsion

- 19.1 A member may appeal against an expulsion under clause 18 by serving on the public officer, within 14 days after the service of a notice under sub-clause (18.3), a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
- 19.2 On receipt of a requisition, the public officer is to immediately notify the committee of the receipt.
- 19.3 The committee is to cause a special general meeting to be held within 21 days after the day on which the requisition is received.
- 19.4 At a special general meeting convened for the purpose of hearing an appeal under this rule –
- 19.4.1 no business other than the question of the expulsion is to be transacted; and
- 19.4.2 the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion; and
- 19.4.3 the expelled member must be given an opportunity to be heard; and
- 19.4.4 the members of the Association who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.
- 19.5 If at the special general meeting, a majority of the members present vote in favour of the lifting of the expulsion –
- 19.5.1 the expulsion is lifted; and
- 19.5.2 the expelled member is entitled to continue as a member of the Association.
- 19.6 If at the special general meeting, a majority of the members present vote in favour of the confirmation of the expulsion –
- 19.6.1 the expulsion takes effect; and
- 19.6.2 the expelled member ceases to be a member of the Association.

20. Disputes

- 20.1 A dispute between a member of the Association, in his or her capacity as a member, and the Association is to be determined by arbitration in accordance with the provisions of the Commercial Arbitration Act 2011 .
- 20.2 This rule does not affect the operation of rule 35 .

21. Seal of Association

- 21.1 The seal of the Association is to be in the form of a rubber stamp inscribed with the name of the Association encircling the word "Seal".
- 21.2 The seal is not to be affixed to any instrument except by the authority of the committee.
- 21.3 The affixing of the seal is to be attested by the signatures of –
 - 21.3.1 two members of the committee; or
 - 21.3.2 one member of the committee and –
 - 21.3.2.1 the public officer; or
 - 21.3.2.2 any other person the committee may appoint for that purpose.
- 21.4 If a sealed instrument has been attested under sub-clause (21.3) , it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the committee.
- 21.5 The seal is to remain in the custody of the public officer of the Association. Displayed and numbered in accordance with the *Rules Publication Act 1953*.