



PRINT HANDICAPPED RADIO OF ACT INC.

Constitution

Approved 25 June 2022

OBJECTS

The objects of the Print Handicapped Radio of ACT Inc are:

- I. to relieve the social and economic disadvantage and social isolation resulting from print disability, i.e. the inability to read printed or published information by providing a radio reading and information service for people who have a print disability;
- II. to apply for and hold a community broadcasting licence and any other telecommunications licences necessary to provide a radio reading and information service for people who have a print disability;
- III. to foster the development and ideals of community broadcasting in such ways as the association may determine, and to become a member of the Community Broadcasting Association of Australia and to subscribe to the Community Broadcasting Codes of Practice;
- IV. to install and operate a radio station to provide a radio reading and information service for people who have a print disability;
- V. to ascertain and meet the information needs of people who have a print disability;
- VI. to produce and broadcast programs for people who have a print disability and
- VII. to encourage the participation of people who have a print disability in the provision of the Association's information service.

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Rules of the Print Handicapped Radio of ACT

Part 1 Preliminary

1 Definitions

In these rules:

Note A definition applies except so far as the contrary intention appears (see *Legislation Act 2001*, s 155).

exercise of function includes, where the function is a power, authority or duty, the exercise of the power or authority or performance of the duty.

financial year means the year ending on 30 June.

function includes a power, authority and duty.

member means a member, however described, of the association.

ordinary committee member means a member of the committee who is not an office-bearer of the association as mentioned in section 16 (1).

print disability means a person who, for any reason, is unable to read printed or published material.

present means in person as well as via electronic means

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.

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

the Act means the *Associations Incorporation Act 1991*.

the Association means Print Handicapped Radio of ACT Inc.

the regulation means the *Associations Incorporation Regulation 1991*.

1A Application of Legislation Act 2001

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

Part 2 Membership

2 Membership qualifications

- (1) A person is qualified to be a member if—
 - (a) the person is a person mentioned in the Act, section 21 (2) (a) or (b) and has not ceased to be a member of the association at any time after incorporation of the association under the Act; or
 - (b) the person—
 - (i) has been nominated for membership in accordance with rule 3 (1); and
 - (ii) has been approved for membership of the association by the committee of the association

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 in writing in the form set out in the prescribed form; and
 - (b) must be lodged with the Secretary of the association.
- (2) As soon as is practicable after receiving a nomination for membership, the Secretary must refer the nomination to the committee which must decide whether to approve or to reject the nomination. A nomination may only be rejected if:
 - (a) there are reasonable grounds to believe that the applicant would not abide by the rules and objectives of the association; or
 - (b) required by law; or the applicant has been convicted of an indictable offence; or
 - (c) there are reasonable grounds to believe that the applicant would not abide by the Community Broadcasting Codes of Practice;
 - (d) there are reasonable grounds to believe that the applicant would pose a security risk to the members or premises of the association; or
 - (e) there are reasonable grounds to believe that the applicant would act in a manner prejudicial to the interests of the association.
- (3) If the committee decides:
 - (a) to approve a nomination for membership, the Secretary must as soon as practicable after that decision notify the nominee of that approval and request the nominee to pay within 28 days after receipt of the notification the sum payable under these rules by a member as the entrance fee and the first year's annual subscription.

- (b) to reject an application for membership, the applicant shall have the right of reply and appeal under rules 12 (1) and 13. Where the applicant exercises the right of reply the resolution of the committee is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after the service on the applicant of a notice under section 12 (1), confirms the resolution in accordance with this rule.
- (4) The Secretary must:
 - (a) on payment by the nominee of the amounts mentioned in paragraph (3) within the period mentioned in that subsection enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association; or
 - (b) Upon resolution of the committee to reject an application being overturned on reply or appeal and payment of the required membership fee by the applicant.

4 Membership entitlements not transferable

A right, privilege or obligation that a person has because of being a member of the association—

- (a) cannot be transferred or transmitted to another person; and
- (b) terminates on cessation of the person's membership.

5 Cessation of membership

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

- (a) dies or, for a corporation, is wound up; or
- (b) resigns from membership of the association; or
- (c) is expelled from the association; or
- (d) fails to renew membership of the association by 31 August in any year.

6 Resignation of membership

- (1) A member may resign from membership of the association by giving notice in writing to the Secretary of his or her intention to do so.
- (2) A member who resigns ceases to be a member of the association as from the date on which their notice of resignation is received by the association.
- (3) The Secretary shall make an entry in the register of members recording the date on which the member ceased to be a member of the association.

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 address of each person who is a member of the association together with the date on which the person became a member.

- (2) The register of members must be kept at the principal place of administration of the association and must be open for inspection free of charge, by any member of the association at any reasonable hour.

8 Fees and subscriptions

- (1) The entrance fee to the association is \$1 or, if any other amount has been determined by resolution of the committee, the other amount.
- (2) The annual membership fee of the association is \$2 or, if any other amount has been determined by resolution of the committee, that other amount.
- (3) The annual membership fee is payable:
 - (a) except as provided by paragraph (2) before 31 August in each calendar year; or
 - (b) if a person becomes a member on or after 31 August in any calendar year - as required by rule 3 (3).

9 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 rule 8.

9A Conferring life membership

- (1) The committee may, in its discretion, award life membership of the association to a person who has made a significant contribution to the association.
- (2) Matters the committee must take into account include;
 - (a) the length and continuity of service to the association;
 - (b) the significance of the service
 - (c) that the award of life membership is an appropriate way in which to recognise that person's service to the association and
 - (d) the number of existing life membership.
- (3) A nomination for a life member may only be made by the committee or a member of the association.
- (4) If the committee proposes to award a person life membership of the association, the committee shall write to him or her inviting them to take up the offer of life membership.
- (5) The nominee may accept or reject in writing the association's offer to confer life membership. A failure to response by the nominee shall be taken to be a rejection of the offer of life membership.
- (6) Once life membership is conferred by the Committee the Secretary will

advise the life member in writing.

- (7) A life member's details shall be entered the Register of Life Members.

9B Entitlements of life members

- (1) A life member shall be entitled to attend, speak and vote at all meetings of the association.
- (2) A life member is entitled to election to office or the committee.

9C Termination of Life Membership

Life membership is revoked if the person:

- (a) dies
- (b) resigns from membership of the association or
- (c) the committee revokes the membership of a life member.

10 Resolution of internal disputes

Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be handled according to the constitution and the Community Broadcasting Codes of Practice.

11 Disciplining of members

- (1) A complaint may be made by any member of the association that some other member of the association:
- (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) has persistently and willfully acted in a manner prejudicial to the interests of the association.
- (2) On receiving such a 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 the time the notice is served within which to make submissions to the committee in connection with the complaint; and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.

- (3) The committee may, by resolution, expel the member from the association or suspend the member from membership of 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.

12 Right of reply of rejected applicant or disciplined member

- (1) Where the committee passes a resolution under rule 3 (3) (b) or rule 11 (3), the secretary shall, as soon as practicable, cause a notice in writing to be served on the applicant or member subject of the resolution:
 - (a) setting out the resolution of the committee and the grounds on which it is based;
 - (b) stating that the applicant or member subject of the resolution may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the service of the notice;
 - (c) stating the date, place and time of that meeting;
 - (d) informing the applicant or member subject of the resolution that he may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.
- (2) At a meeting of the committee held as referred to in rule 3 (2), the committee shall:
 - (a) give the applicant or member subject of the resolution an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the committee by the applicant or member subject of the resolution at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- (3) Where the committee confirms a resolution under paragraph (2), the secretary shall, within 7 days after that confirmation, by notice in writing inform the applicant or member subject of the resolution of the reasons for the confirmation and of the right of appeal under rule 13.
- (4) A resolution confirmed by the committee does not take effect:
 - (a) until the expiration of the period within which the applicant or member subject of the resolution is entitled to appeal against the resolution where the applicant or member subject of the resolution does not exercise the right of appeal within that period: or
 - (b) where within that period the applicant or member subject to the resolution exercises the right of appeal, unless and until the

association confirms the resolution under rule 13 (4), whichever is the later.

13 Right of appeal of rejected applicant or disciplined member

- (1) A rejected applicant or member may appeal to the association at a general meeting against a resolution of the committee under rule 11, within 7 days after notice of the resolution is served on the rejected applicant or 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 rejected applicant or member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a rejected applicant or member under subsection (1), the secretary must notify the committee which is to convene a general 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 paragraph (3):
 - (a) no business other than the question of the appeal is to be transacted;
 - (b) the committee and the rejected applicant or member must be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

Part 3 Committee

14 Powers of committee

The committee, subject to the Act, the regulation, these rules, and to any resolution passed by the association in general meeting—

- (a) controls and manages the affairs of the association; and
- (b) may 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) has 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.

15 Constitution and membership

(1) The committee consists of:

- (a) The office-bearers of the association; and
- (b) 2 ordinary committee members

each of whom must be elected under Rule 16 or in the case of the Treasurer appointed in accordance with sub-Rule 15(4).

(2) The office-bearers of the association are:

- (a) the President; and
- (b) the Vice-President;
- (c) the Vice-President Print Disability
- (d) the Secretary; and
- (e) the Treasurer.

(3) Subject to the provision for the Treasurer in sub-rule 15(4), each member of the committee holds office, subject to these rules, until the conclusion of the second annual general meeting following the date of the member's election and is eligible for re-election for 3 consecutive 2-year terms. The maximum term of office of a committee member is 6 years.

(4) The positions of the Treasurer, Program Director, Technical Director and Volunteers' Representative will be appointed by the elected committee members and the persons so appointed will remain in those positions until reappointed or replaced by the committee.

15A Transitional provisions relating to introduction of 2-year terms of committee members.

(1) The phrase '2 year terms' shall be interpreted as meaning that the committee member's term shall expire at the conclusion of the second Annual General Meeting following the date of the member's election to the relevant position. '1 year term' shall have a corresponding meaning.

- (2) At the first Annual General Meeting after 2-year terms are introduced (2022) the following arrangements will apply until spent.
 - (a) The positions of President, Vice-President Print Disability and Ordinary Member 1 shall be elected for two-year terms.
 - (b) The positions of Vice-President, Secretary and Ordinary Member 2 shall be elected for a one year term.
- (3) At the second Annual General Meeting after 2-year terms are introduced (2023) the positions of Vice President, Secretary and Ordinary Member 2 shall be elected for 2 year terms.
 - (a) At all subsequent Annual General Meetings, subject to these rules, all these elected Committee positions shall be 2-year terms.
 - (b) At any Annual General Meeting, should both the positions of Ordinary Member 1 and 2 be up for election, the person elected to the position with the highest number of votes, is for the purposes of these rules, taken to be elected to the position with the longest term. Should there be only two nominees where both positions are up for election at the same Annual General Meeting, the person to hold the position of Ordinary Member 1 is to be determined by the toss of a coin.

15B **Casual vacancies**

The following arrangements apply should a vacancy arise in an elected position with a view to maintaining 2-year staggered terms for elected committee members.

- (a) Should a vacancy arise in an elected position the committee may fill that vacancy until the end of the next annual general meeting.
- (b) That office shall be subject to election where the balance of the 2-year term is to be filled as if the vacancy had not occurred.

16 **Election of committee members**

- (1) The Committee shall appoint a person who is not a member of the Association as a Returning Officer to the Association who shall conduct the election for the members of the Committee who are elected at the Annual General Meeting.
- (2) Nominations of candidates for election as office-bearers of the association or as ordinary committee members:
 - (a) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
 - (b) must be given to the Returning Officer 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.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further

nominations may be received at the annual general meeting.

- (4) If no nomination is received for a position at the closing time for nominations, the Returning Officer shall call for nominations for the position at the Annual General Meeting.
- (5) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be vacancies.
- (6) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- (7) If the number of nominations received exceeds the number of vacancies to be filled, a secret ballot must be held.
- (8) The ballot for the election of office-bearers and ordinary committee members must be conducted at the annual general meeting in the way the committee may direct.
- (9) A person is not eligible to simultaneously hold more than 1 position on the committee.
- (10) A person who has served as President is not eligible to be nominated for or to be re-elected as President for more than a single 2-year term.
- (11) The Committee shall use its best endeavors to ensure that a minimum of two of its members are persons who have a print disability. The position of Vice-President Print Disability shall be held by a person who has a print disability.
- (12) If there are no nominations for the position of Vice-President Print Disability, the position will remain vacant.

17 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. 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.
- (2) 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 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 Vacancies

For these rules, 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 rule 20; 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 all meetings of the committee held during a period of 6 months.

20 Removal of committee members

- (1) 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 and may by resolution appoint another person to hold office until the expiration of the term of the office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in paragraph (1) relates makes representations 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 or the president may send a copy of the representations to each member of the association or, if the representations 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.

21 Committee meetings and quorum

- (1) The committee must meet at least 4 times in each calendar year at the place and time that the committee may decide.
- (2) Additional meetings of the committee may be called by any 3 members of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the Secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under paragraph (3) must 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 5 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business may be transacted by the committee 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 the same place and at 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 after the time appointed for the meeting, the meeting is dissolved.
- (8) At meetings of the committee:
 - (a) the President or, in the absence of the president, the Vice-President presides; or
 - (b) if the President and the Vice-President are absent—1 of the remaining members of the committee may be chosen by the members present to preside.
- (9) A committee meeting may be held in person or by utilising any electronic means that allows communications between members of the committee.
- (10) A person who takes part in a meeting conducted under rule 21 (9) is taken, for all purposes, to be present at a committee meeting.

22 Delegation by committee to subcommittee

- (1) The committee may, in writing, delegate to 1 or more subcommittees (consisting of the member or 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) a function that is a function imposed on the committee by the Act, by any other Territory law, or by resolution of the association in general meeting.
- (2) A function, the exercise of which has been delegated to a subcommittee under this section may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made:
 - (a) 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; and
 - (b) Shall be subject to the restriction that all decisions taken by a subcommittee shall be referred to the committee for ratification.
- (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.

23 Voting and decisions

- (1) Questions arising at a meeting of the committee or of any subcommittee appointed by the committee are decided by a majority of the votes of members of the committee or subcommittee present at the meeting.
- (2) Each member present at a meeting of the committee or of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.
- (3) Subject to rule 21 (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 afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part 4 General meetings

24 Annual general meetings—holding of

- (1) With the exception of the first annual general meeting of the association, the association must, at least once in each calendar year and within 5 months after the end of each financial year of the association, call an annual general meeting of its members.
- (2) The association must hold its first annual general meeting—
 - (a) within 18 months after its incorporation under the Act; and
 - (b) within 5 months after the end of the first financial year of the association.
- (3) paragraphs (1) and (2) have effect subject to the powers of the registrar-general under the Act, section 120 in relation to extensions of time.

25 Annual general meetings—calling of and business at

- (1) The annual general meeting of the association must, 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 annual general meeting, the business of an annual general meeting is:
 - (a) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the committee reports on the activities of the association during the last financial year; and
 - (c) to elect members of the committee, including office-bearers; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, section 73 (1).
- (3) An annual general meeting must be specified as such in the notice calling it in accordance with rule 27
- (4) An annual general meeting must be conducted in accordance with the provisions of this part.

26 General meetings—calling of

- (1) The committee may, whenever it considers appropriate, call a general meeting of the association.
- (2) The committee must, on the requisition in writing of not less than 25% of the total number of members, call a general meeting of the association.
- (3) A requisition of members for a 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 1 or more of the members making the requisition.
- (4) If the committee fails to call a general meeting within 1 month after the date when a requisition of members for the meeting is lodged with the secretary, any 1 or more of the members who made the requisition may call a general meeting to be held not later than 3 months after that date.
- (5) A general meeting called by a member or members mentioned in paragraph (4) must 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.

27 Notice

- (1) Except if 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, send by prepaid post or via electronic mail to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If 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 21 days before the date fixed for the holding of the general meeting, send notice to each member in the way provided in paragraph (1) specifying, in addition to the matter required under that subsection, the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice calling a general meeting may be transacted at the meeting except, for an annual general meeting, business that may be transacted under rule 26 (2).
- (4) A member desiring to bring any business before a general meeting may give written notice of that business to the Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

28 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) Fifteen 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 of a general meeting.

- (3) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the members present (being not less than 3) constitute a quorum.

29 Presiding member

- (1) The President, or in the absence of the President, a Vice-President, presides at each general meeting of the association.
- (2) If the President and a Vice-President are absent from a general meeting, the members present must elect 1 of their number to preside at the meeting.

30 Adjournment

- (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 from time to time and place to place, 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 14 days or more, the Secretary must 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 paragraphs (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.

31 Making of decisions

- (1) A question arising at a general meeting of the association is to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding 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 of or against that resolution.
- (2) At a general meeting of the association, a poll may be demanded by the person presiding or by not less than 3 members present in person or by proxy at the meeting.
- (3) If the poll is demanded at a general meeting, the poll must be taken:
 - (a) immediately if the poll 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 poll on the matter is taken to be the resolution of the meeting on that matter.

32 Special resolution

- (1) A resolution of the association is a special resolution if it is passed by a majority which comprises at least three-quarters of such members of the association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

33 Voting

- (1) Subject to paragraph (3), on any question arising at a general meeting of the association a member has 1 vote only.
- (2) All votes must 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 member or proxy is not entitled to vote at any general meeting of the association unless all membership money due and payable by the member or proxy to the association has been paid.

34 Appointment of proxies

- (1) Each member is entitled to appoint another member as proxy by notice given to the Secretary or Returning Officer (as specified in the Notice of Meeting) no later than 24 hours before the time of the meeting for which the proxy is appointed.
- (2) The notice appointing the proxy must be in the form set out in appendix 1.

Part 5 Miscellaneous

35 Gift Fund

- (1) The Association holds Deductible Gift Recipient status from the Australian Tax Office. Donations to the Association will be an allowable deduction.
- (2) The Association must maintain a gift fund for the stated Objects of the Associations to which gifts of money or property for that purpose are to be made.
- (3) Upon any Gift Fund being wound up or if the endorsement (if any) as a deductible gift recipient is revoked, any surplus assets of the Gift Fund remaining after the payment of liabilities attributable to it, will be transferred to an entity which meets the requirements of the Tax Commissioner, such as an entity:
 - (a) that has similar Objects to the association;
 - (b) that also prohibits the distribution of profit, income and assets to its members to at least as great an extent as provided in the Constitution; and;
 - (c) to which income tax deductible gifts can be made.

36 Prohibition against securing profits for members

The income and capital of the association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the association.

37 Funds—source

- (1) The funds of the association must be derived from membership fees, donations and, subject to any resolution passed by the association in general meeting and subject to the Act, section 114, any other sources that the committee decides.
- (2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

38 Funds—management

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association must be used for the objects of the association in the way that the committee decides.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the

committee or employees of the association, being members of the committee or employees authorised to do so by the committee.

39 Alteration of objects and rules

Neither the objects of the association mentioned in the Act, section 29 nor these rules may be altered except in accordance with the Act.

40 Common seal

- (1) The common seal of the association must be kept in the custody of the secretary.
- (2) The common seal must not be attached to any instrument except by the authority of the committee and the attaching of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the secretary.

41 Custody of books

Subject to the Act, the regulation and these rules, the Secretary must keep in his or her custody or under his or her control all records, books, and other documents relating to the association.

42 Inspection of books

The records, books and other documents of the association must be open to inspection at a place in the ACT, free of charge, by a member of the association at any reasonable hour.

43 Service of notice

For these rules, the association may serve a notice on a member by sending it by post to the member at the member's address shown in the register of members.

Note For how documents may be served, see the Legislation Act, pt 19.5.

44 Winding up

- (1) Any decision to wind up the association shall be taken at a special general meeting called by the committee expressly for this purpose. The association shall be wound up if a resolution to that effect is carried by a vote of a three-quarter majority of the financial members present at a general meeting convened to consider the resolution.
- (2) The former association shall lodge with the registrar a notice in writing signed by two members of the committee certifying in writing that the special resolution was duly passed.

45 Surplus property

- (1) if the special general meeting agrees to wind up the association, the association must pass a special resolution nominating:
 - (a) another association for the Act, section 92 (1) (a); or

(b) a fund, authority or institution for the Act, section 92 (1) (b);
in which it is to vest its surplus property in the event of the dissolution or
winding up of the association.

- (2) An association nominated under subsection (1) (a) must fulfil the
requirements specified in the Act, section 92 (2).

(2)

Surplus property means any property or interest in property

Appendix 1

Form of appointment of proxy

I,
(full name)

of
(address)

a member of
(name of incorporated association)

appoint
(full name of proxy)

of
(address)

a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or other general meeting, as the case may be) to be held on

..... and at
any adjournment of that meeting.

*My proxy is authorised to vote as directed on the following resolutions

.....
.....
.....
.....
.....

.....
....

(Signature of member appointing proxy)

(*To be inserted if desired.)

Date

Note A proxy vote may not be given to a person who is not a member of the association