

**THE RULES OF THE
WA SHEARING INDUSTRY ASSOCIATION (INC)**

CONSTITUTION

**AS ADOPTED AT THE
INAUGURAL ANNUAL GENERAL MEETING 23RD JANUARY 1988
AND
AS AMENDED AT A SPECIAL GENERAL MEETINGS OF MEMBERS ON
9 JULY 1988
10 JANUARY 1998
13 JANUARY 2001
25 JULY 2003
17 JANUARY 2004
17 June 2006
14 July 2007
19 January 2008
15 January 2011
21 January 2017
24 June 2017**

1. NAME

The organisation shall be called "WA Shearing Industry Association (Inc)" hereinafter referred to as "the Association".

The Association shall be referred to as "WASIA".

2. OBJECTS

The objects of the Association are:

- (i) To represent Shearing Contractors and persons that work, are associated with or have an interest in the shearing industry throughout Western Australia and promote and safeguard their interests;
- (ii) To function as a specialist shearing industry organisation with concern for the livelihood of persons involved in the shearing industry;
- (iii) To carry out activities for the betterment of the shearing industry;
- (iv) To collect and disseminate information concerning the shearing industry;
- (vi) To co-operate and liaise with appropriate industry individuals, organisations and authorities at the Local, State and Federal levels.

3. POWERS

The Association has power to do all such things as are necessary incidental or conducive to the attainment of the objects of the Association.

4. NON-PROFIT ORGANISATION

The income and property of the Association shall be applied solely towards the promotion of the objects of the Association. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the Association, provided that nothing shall prevent the payment in good faith of remuneration to any officer or employee of the Association or to any person other than a member, in return for services rendered to the Association.

5. MEMBERSHIP

Membership of the Association shall include Shearing Contractors, Associate Members and Life Members, as described in Rules 5.1, 5.2 and 5.3.

5.1 Shearing Contractors:

For the purposes of this Rule, a Shearing Contractor shall mean a person, partnership or body corporate whose shearing team or teams shear sheep by Full Contract, Cost Plus or through Levy Shearing.

The following are eligible to be members of the Association:

- (a) Any adult person engaged as a Shearing Contractor;

- (b) Any partnership or body corporate involved in the carrying on the business of a Shearing Contractor;

5.2 Associate Members:

The following are eligible for membership of the Association:

- (a) Any person, partnership or body corporate engaged in or interested in the shearing industry but not being a Shearing Contractor, including but not limited to shearers, woolclassers, shed hands, wool pressers, cooks, growers, wool brokers/buyers and manufacturers or suppliers;
- (b) The spouse or child of a Shearing Contractor;
- (c) A Director or shareholder of any member of the Association that is a member pursuant to Rule 5.1

5.3 Life Membership:

The Association may in General Meeting, on the recommendation of the Executive Committee, grant honorary life membership to any individual who has given outstanding service to the Association and/or the shearing industry, provided that no more than two life memberships shall be granted in any calendar year.

6. APPLICATION FOR MEMBERSHIP

An applicant for membership shall advise the Executive Officer in writing setting out the classification of membership being sought and providing the name to be entered on the membership register and the postal address for notices and correspondence.

7. SUBSCRIPTION

The annual subscriptions shall be set by the members in general meeting on the recommendation of the Executive Committee, provided always that there may be various levels of subscription.

8. RESIGNATION OF MEMBERS

A member wishing to resign shall do so by giving written notice to the Executive Officer and paying all dues and monies owing by the resigning member at the date of resignation.

9. TERMINATION OF MEMBERSHIP

9.1 If any member shall -

- (a) Cease to be qualified as a member or;
- (b) Become bankrupt or insolvent or make an assignment for the benefit of the member's creditors; or
- (c) Being a company go into liquidation; or
- (d) Have the member's business placed in the hands of a receiver or a receiver and manager; or

- (e) Be declared or certified according to law as an insane or incapable person; or
- (f) Act in a manner prejudicial or contrary to the interests of the Association or that brings the Association into disrepute;
- (g) Fail to pay subscription or levy within the period for payment stipulated by these rules or by the Executive;

the Executive may by resolution order the name of the member to be removed from the register and thereupon such member shall cease to be a member of the Association. A copy of such resolution shall be forwarded by the Executive Officer to the member concerned;

- 9.2 On ceasing, for any reason, to be a member a person shall forfeit all right to any claim upon the Association and its property and funds; provided however that cessation of membership shall not release any person from their existing liabilities or obligations to the Association.

10. EXPELLED MEMBERS - RIGHT OF APPEAL

Any expelled or suspended member who may be aggrieved by any expulsion or suspension by the Executive Committee under the preceding Rule may, by written notice lodged with the President within fourteen days of the expulsion or suspension, appeal to a Special General Meeting of members. Such notice shall be accompanied by the sum of \$500.00, which sum shall be forfeited if the appeal is dismissed.

The Executive Committee shall convene a Special General Meeting of members as soon as practicable. The member lodging the appeal shall outline the grounds of appeal to the meeting and the President or person by whom the charge was laid shall outline the charge. Thereupon the meeting shall decide by a majority whether to uphold or dismiss the appeal. Should the meeting by a majority decide to uphold the appeal of such member against the expulsion or suspension imposed by the Executive Committee, their rights and privileges shall be restored. Until the hearing of any such appeal, the decision of the Executive Committee shall have full effect, but such expelled or suspended member shall have the right to attend and to address any such special meeting.

11. REGISTER OF MEMBERS

- 11.1 The Executive Officer shall cause to be kept and maintained in one or more books or in a commercial system a register of all members of the Association in strict alphabetical order and each individual entry shall show not less than the following particulars:

- (a) The name and postal address of such member;
- (b) The date upon which the name of such member was entered in the register as a member;
- (c) The category of membership;
- (d) The date upon which the member ceases to be a member, provided that in this case all similar individuals entries may be grouped together in the register.

- 11.2 An entry in the register shall be evidence of membership of the Association.

12. LEVIES

The members in general meeting may at any time impose a levy on members for contribution to the Association's funds. Any such levy shall become due and payable immediately after the imposing thereof. The total amount of levies payable by a member in a year shall not exceed 50% of the amount of their subscription for that year.

13. UNFINANCIAL MEMBERS

- 13.1 Any member failing to pay any levy within two (2) months after notification thereof has been posted, faxed or emailed to him/her by the Executive Officer, or any member failing to pay their annual subscription within three (3) months after notification thereof has been dispatched to him/her by the Executive Officer, shall subject to rule 13.3 below, be disqualified from taking part in the proceedings of the Association or from receiving any service or benefits from the Association.
- 13.2 If default is made by any member in payment of a levy or subscription within the relevant period set out in sub-rule 13.1 hereof the Executive Officer shall notify such member by post, fax or email that unless their arrears are paid within thirty (30) days their membership may be terminated. If the member remains in default after the expiration of this period the Executive may terminate their membership in accordance with rule 9.1.
- 13.3 The Executive in its absolute discretion may extend the period for payment by any member of a levy or subscription by a period not exceeding three (3) months, but during such extended period the member will not be entitled to take part in the proceedings of the Association or to receive any service from it.

14. FINANCIAL YEAR

The financial year of the Association shall commence on the first day of April and end on the thirty-first day of March in each year.

15. MEETING OF MEMBERS

- 15.1 An Annual General Meeting of members shall be held in each year not later than the month of September at such time and place as the Executive Committee shall determine. At such meeting, a report on the affairs of the Association during the preceding year shall be submitted by the Executive.
- (1) The ordinary business of the annual general meeting is as follows —
- (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then if the minutes of that meeting have not yet been confirmed;
 - (b) to receive and consider —
 - (i) the committee's annual report on the Association's activities during the preceding financial year; and
 - (ii) the financial statements of the Association for the preceding financial year presented under Part 5 of the Act; and
 - (c) to elect the office holders of the Association and other committee members;
 - (d) to confirm or vary the entrance fees, subscriptions and other amounts (if any) to be paid by members.
- (2) Any other business of which notice has been given in accordance with these rules may be conducted at the annual general meeting.

15.2 **Special General Meeting**

- (1) The committee may convene a special general meeting.
- (2) The committee must convene a special general meeting if at least 20% of the members require a special general meeting to be convened.
- (3) The members requiring a special general meeting to be convened must —
 - (a) make the requirement by written notice given to the secretary; and
 - (b) state in the notice the business to be considered at the meeting; and
 - (c) each sign the notice.
- (4) The special general meeting must be convened within 28 days after notice is given under subrule (3)(a).
- (5) If the committee does not convene a special general meeting within that 28 day period, the members making the requirement (or any of them) may convene the special general meeting.
- (6) A special general meeting convened by members under subrule (5) —
 - (a) must be held within 3 months after the date the original requirement was made; and
 - (b) may only consider the business stated in the notice by which the requirement was made.
- (7) The Association must reimburse any expenses, as approved by the Chairperson, incurred by the members convening a special general meeting under subrule (5).

- 15.3 **Notice of General Meetings:** A Special General Meeting of members of the Association shall be convened by the Executive Officer as soon as possible on the instructions of the Chairperson or the Executive Committee, or on a requisition signed by at least six (6) members of the Association. Every requisition made by the members shall express the object of the meeting to be called and shall be sent to or given to the Executive Officer. At any Special General Meeting held upon such requisition no business shall be dealt with other than that expressed in the requisition. The notice must —
- (a) specify the date, time and place of the meeting; and
 - (b) indicate the general nature of each item of business to be considered at the meeting; and
 - (c) if the meeting is the annual general meeting, include the names of the members who have nominated for election to the committee; and
 - (d) if a special resolution is proposed —
 - (i) set out the wording of the proposed resolution and
 - (ii) state that the resolution is intended to be proposed as a special resolution;

- 15.4 At least fourteen (14) days notice of any Annual General Meeting and twenty-one (21) days notice of any Special General Meeting shall be sent by the Executive Officer to members by circular setting out the business to be transacted.

15.5 **Quorum:**

- (1) Five (5) members shall form a quorum at any general meeting.
- (2) No business is to be conducted at a general meeting unless a quorum is present.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting —
 - (a) in the case of a special general meeting — the meeting lapses; or
 - (b) in the case of the annual general meeting — the meeting is adjourned to —
 - (i) the same time and day in the following week; and
 - (ii) the same place, unless the chairperson specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.
- (4) If —
 - (a) a quorum is not present within 30 minutes after the commencement time of an annual general meeting held under subrule (4)(b); and

(b) at least 2 ordinary members are present at the meeting, those members present are taken to constitute a quorum.

15.6 At all meetings of members of the Association the President shall preside as chairperson and in the absence of the President, the Senior Vice-President and in the absence of both the President and the Senior Vice-President the Junior Vice-President shall so preside. In the event of the President and the Vice-Presidents not being present at the time appointed for the holding of the meeting or within ten (10) minutes thereafter the members present shall choose a chairperson from the members present.

15.7 **Minutes of general meeting**

- (1) The secretary, or a person authorised by the committee from time to time, must take and keep minutes of each general meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each annual general meeting must record —
 - (a) the names of the ordinary members attending the meeting; and
 - (b) any proxy forms given to the chairperson of the meeting under rule 53(8); and
 - (c) the financial statements or financial report presented at the meeting, and
 - (d) any report of the review or auditor's report on the financial statements or financial report presented at the meeting.
- (4) The minutes of a general meeting must be entered in the Association's records within 30 days after the meeting is held.
- (5) The chairperson must ensure that the minutes of a general meeting are reviewed and signed as correct by —
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next general meeting.
- (6) When the minutes of a general meeting have been signed as correct they are, in the absence of evidence to the contrary, taken to be proof that —
 - (a) the meeting to which the minutes relate was duly convened and held; and
 - (b) the matters recorded as having taken place at the meeting took place as recorded; and
 - (c) any election or appointment purportedly made at the meeting was validly made.

15.8 A member not personally present may be represented at any meeting or any adjournment. An ordinary member may be appointed the proxy for not more than 5 other members. The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf. If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit. A proxy may be appointed by:

- (a) A proxy appointed in writing under their hand on the Association Proxy Form; or
- (b) An attorney authorised by power of attorney to represent the member; or
- (c) A proxy appointed by letter, fax or email to the chairperson.

No person shall be appointed a proxy who is not a member of the Association provided that when the member appointing the proxy is a firm or company the proxy may be a member of the firm or company though not personally a member of the Association. The instrument appointing a proxy or the power of attorney must be deposited at the Association's office 24 hours before the time fixed for the meeting or adjourned meeting.

The Association Proxy Form

Full Member who cannot personally be present at the AGM, may be represented by another financial Association Member who has been appointed in writing and advised to the Association office at least 24 hours before the start of the meeting (e.g. by 9:00 am Friday for a Saturday 9:00 am meeting).

(Please print clearly)

I, _____, of

(name)

(business name)

herby assign _____ as my proxy, to represent me at the
the Association General Meeting on _____ (insert
date).

Signed: _____ Date: _____

Please Fax the completed Proxy Form to the Association on 08 9262 3428 or post to the Association PO Box 792 Fremantle WA 6959 in time to be received 24 hours before the meeting date and time.

16. VOTING AT MEETINGS OF MEMBERS

- 16.1 For the purpose of voting, whether by hand, poll or ballot, the following rules shall apply:
- (a) Each member of the Association who is a member pursuant to Rules 5.1 and 5.3 shall have 2 votes; and
 - (b) Each member of the Association who is a member pursuant to Rule 5.2 shall have 1 vote; and
 - (c) Only members who are financial shall be entitled to vote in accordance with their voting entitlements.
- 16.2 Every question submitted at any meeting of members shall be decided in the first instance by a vote of all members present, and in the case of an equality of votes the **chairperson** shall both on a show of hands at a poll or ballot have a casting vote in addition to the vote(s) to which the **chairperson** may be entitled as a member.
- 16.3 At any meeting, unless a poll or secret ballot is demanded by ten per cent of the members present, a declaration by the **chairperson** that a resolution has been carried or carried by a particular majority, an entry to that effect in the minute book of the Association shall be conclusive evidence of the fact.

- 16.4 If a poll or (secret) ballot is demanded as aforesaid, it shall be taken in such a manner and at such time and place as the meeting shall declare or in default of such declaration as the **chairperson** shall appoint either at once or after an interval or adjournment or otherwise and the result of the poll or (secret) ballot shall be deemed to be the resolution of the meeting at which the poll or (secret) ballot was requested.

17. Voting Rights [DELETED – see #16 above]

18. MANAGEMENT OF AFFAIRS

Subject to the general control of members of the Association in general meeting the management of the Association's affairs shall be vested in an Executive Committee as hereinafter defined.

19. EXECUTIVE COMMITTEE

- 19.1 The Executive Committee shall consist of:
- (a) the President;
 - (b) two Vice-Presidents;
 - (c) a Treasurer;
 - (d) the most immediate Past President (other than the currently elected President); and
 - (e) four Ordinary members.
- 19.2 Any member that is financial is eligible for any Executive Committee nomination, provided that this rule does not apply for nominations to the position of President.
- 19.3 Only Shearing Contractors or Life Members are eligible to nominate for the positions of President, Vice-President and Treasurer and at least one of the Ordinary members must be a Shearing Contractor or Life Member.
- 19.4 To be eligible to nominate for the position of President or Vice-President the nominee must have served as an Ordinary member on the Executive committee for at least 12 months. Provided that if there is no such qualified nominee then any member who is financial and has been financial for a minimum of two years shall be eligible.
- 19.5 Each member of the Executive Committee shall be elected for a two (2) year term by the members of the Association and shall at the end of their term of office be eligible for re-election provided that a person who at the time of nomination is completing their second consecutive term as President shall not be eligible to be nominated as President, unless no other eligible nominees are forthcoming.
- 19.6 The Senior Vice-President shall be the Vice-President who has held office as a Vice-President of the Association for the highest number of terms. Provided that where the Vice-Presidents have held office as Vice-Presidents of the Association for the same number of terms the members at the Annual General Meeting shall select the Vice-President who is to be the Senior Vice-President.

20. POWERS OF THE EXECUTIVE COMMITTEE

Without limiting or restricting the general powers conferred by these rules the Executive shall have power:

- (a) To adopt such measure as it from time to time deems expedient for the purpose of giving effect to the objects of the Association or any of them.
- (b) To act notwithstanding any vacancy in its body provided a quorum is present.
- (c) To appoint the Executive Officer and such staff as may be found necessary for the proper conduct of the Association and to remove, suspend or dismiss any of such appointees and to prescribe and regulate their powers and duties.
- (d) To make and give receipts, releases and other discharges, for moneys payable to the Association, and for the claims and demands of the Association.
- (e) To draw, accept, make, endorse, transfer discount, guarantee and negotiate such bills of exchange and promissory notes, and give such indemnities and guarantees and enter into such other obligations as may seem to it to be expedient for the purpose of the Association.
- (f) To affiliate the Association with any organisation, association, chamber or body corporate or incorporate, having objects altogether or in part similar to those of the Association, upon such terms and conditions as the Executive may think fit.
- (g) From time to time make, and to alter, vary and rescind, such by-laws for the carrying out of these rules, to put into effect the powers and authorities thereby vested in the Executive, and for regulating the conduct and proceedings of the Association and of the Executive meetings, and generally to provide for all such matters and things relating to the management of the property of the Association and to the conduct of its business as are not inconsistent with or repugnant to these rules or required to be done by the Association in general meetings.
- (h) To form branches of the Association.
- (i) To appoint sub-committees consisting of one or more members and or officers of the Association to advise and report on such matters as the Executive directs.

21. MEETINGS OF THE EXECUTIVE

- 21.1 The Executive shall meet at least three times per year. The President or in the absence of the President, the Senior or Junior Vice-President (respectively), shall be empowered to convene special meetings of the Executive as may be deemed necessary.
- 21.2 At all meetings of the Executive, the President shall preside. In the absence of the President, the Senior or Junior Vice-President (respectively) shall preside. In the event of the President and the two Vice-Presidents not being present, the Executive shall elect a **chairperson** from amongst the members present to preside at the meeting.
- 21.3 At least seven (7) days before the date of a meeting of the Executive, the Executive Officer shall give each member of the Executive notice in the manner prescribed by rule 29 of the date, time and place at which the meeting will be held.
- 21.4 **Quorum for committee meetings:** At a meeting of the Executive no less than 3 Members shall form a quorum with 2 of those present being Full Contractor Members, as a minimum. No business is to be conducted at a committee meeting unless a quorum is present. If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting —
 - (a) in the case of a special meeting — the meeting lapses; or

(b) otherwise, the meeting is adjourned to the same time, day and place in the following week.

21.5 Voting at committee meetings

- 1) Each committee member present at a committee meeting has one vote on any question arising at the meeting.
- 2) A motion is carried if a majority of the committee members present at the committee meeting vote in favour of the motion.
- 3) If the votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- 4) A vote may take place by the committee members present indicating their agreement or disagreement or by a show of hands, unless the committee decides that a secret ballot is needed to determine a particular question.
- 5) If a secret ballot is needed, the chairperson of the meeting must decide how the ballot is to be conducted.

21.6 Use of technology to be present at committee meetings

- 1) The presence of a committee member at a committee meeting need not be by attendance in person but may be by that committee member and each other committee member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- 2) A member who participates in a committee meeting as allowed under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

21.7 Non-member attendance: A member or other person who is not a committee member may attend a committee meeting if invited to do so by the Chairperson or agreement of the committee. A person invited to attend a committee meeting —

- (a) has no right to any agenda, minutes or other document circulated at the meeting; and
- (b) must not comment about any matter discussed at the meeting unless invited by the committee to do so; and
- (c) cannot vote on any matter that is to be decided at the meeting.

21.8 Personal Interests of Executive Committee Members: A member of the committee who has a material personal interest in a matter being considered at a committee meeting must:

- as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee;
- disclose the nature and extent of the interest at the next general meeting of the association

Under section 42(3) of the Act this rule does not apply in respect of a material personal interest

- (a) that exists only because the member-
 - is an employee of the incorporated association; or
 - is a member of a class of persons for whose benefit the association is established; or
- (b) that the member has in common with all, or a substantial proportion of, the members of the Association.

A member of the management committee who has a material personal interest in a matter being considered at a meeting of the management committee must not be present while the matter is being considered at the meeting or vote on the matter.

The association will record every disclosure made by a committee member of a material personal interest in the minutes of the committee meeting at which the disclosure is made.

21.9 Minutes of Committee Meetings:

- (1) The committee will ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes will record the following —
 - (a) the names of the committee members present at the meeting;
 - (b) the name of any person attending the meeting under rule 43(5);
 - (c) the business considered at the meeting;
 - (d) *every disclosure made by a committee member of a material personal interest;*
 - (d) any motion on which a vote is taken at the meeting and the result of the vote.
- (3) The minutes of a committee meeting will be entered in the Association's records within 30 days after the meeting is held.
- (4) The chairperson will ensure that the minutes of a committee meeting are reviewed and signed as correct by —
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next committee meeting.
- (5) When the minutes of a committee meeting have been signed as correct they are, until the contrary is proved, evidence that —
 - (a) the meeting to which the minutes relate was duly convened and held; and
 - (b) the matters recorded as having taken place at the meeting took place as recorded; and
 - (c) any appointment purportedly made at the meeting was validly made.

22. ELECTION OF OFFICE BEARERS

22.1 Returning Officer - The election of office bearers of the Association shall be under the control of a returning officer who shall be appointed by the Executive Committee and not be a voting member of the Association.

22.2 Notice of Call for Nominations for Offices of the Executive Committee

- (a) At least sixty (60) days before the Annual General Meeting in every year the returning officer shall call by notice in writing to all members call for nominations for the offices of the Executive Committee that are to be filled in that year. The notice calling for nominations shall state the closing date for nominations which shall be at least thirty (30) days after the date of notice.
- (b) The notice calling for nominations shall specify the positions on the Executive Committee that are to be filled and also the names of the remaining members of the Executive Committee and the number of meetings of the Executive Committee which they attended in the previous year.

22.3 Nominations

- (a) Only financial Full Members shall be eligible to be nominated as a member of the Executive Committee. Nominations are to be in writing addressed to the returning officer. The nomination shall be in the following form or such similar form approved by the Executive Committee:

The Association Executive Committee Nomination Form



Send Form to: Returning Officer
WA Shearing Industry Association of WA
PO Box 792
Fremantle 6959

I, _____, *being a financial member of
the WA Shearing Industry Association hereby nominate*

_____ *who is a financial member of the
Association for the position of:*

- President*
- Vice President*
- Treasurer*
- Ordinary Executive Committee Member*

I hereby signify my acceptance of the above nomination/s

Candidate's Signature _____

Candidate's Name _____

(Print in block letters)

Date _____

- (b) Nominations shall close on the day appointed and thereupon the returning officer will check each nomination to ensure that it complies with these rules.
- (c) If the returning officer finds a nomination to be defective he/she shall, before rejecting the same, notify the person by whom the nomination has been lodged of the defect, and, if it is practicable, shall give such person the opportunity of remedying the defect within seven (7) days of being so notified.
- (d) Where there is no more than one nomination received by the close of nomination date for each position to be filled, the returning officer shall declare the election of those nominated and no vote shall be required.
- (e) Where no nominations for any one position are received by the close of nominations, further nominations and a vote, if necessary, shall be conducted at the Annual General Meeting.
- (a) Where more than one candidate is nominated for any one position to be filled, a vote at the Annual General Meeting will be conducted by a show of hands or secret ballot.
- (f) The returning officer shall immediately forward to the President a declaration in writing identifying the positions which have been filled, the declared officers-elect and any unfilled positions.

22.4 Nominations and Ballots at Annual General Meeting

- (a) Where voting on the election of officer bearers at the Annual General Meeting is required, two non-voting scrutinisers may be appointed to oversee the counting of votes during elections.
- (b) Election results for each Office shall be based on a simple majority system and the results of elections shall be announced at the Annual General Meeting and recorded in the Minutes of the meeting.

22.12 Where a vacancy on the Executive Committee remains, the Executive Committee may co-opt an eligible member to fill the position for the duration of the relevant term.

23. CASUAL VACANCIES

If the office of a member of the Executive becomes vacant before the expiration of the elected officer's term of office, the Executive shall, at its next meeting after the occurrence of the vacancy, choose a person to hold the office until the expiration of that term.

24. EXECUTIVE OFFICER

The Executive Officer shall carry out such duties as the Executive may from time to time prescribe.

25. INVESTMENTS

The Executive Committee may invest any money from time to time in their hands or in the name of the Association:

- (a) In any investment for the time being authorised as investments of trust money.
- (b) In any of the stock or securities of the Commonwealth or any of the States thereof or of any municipal corporation or power gas electric light harbour or local authority or any public undertaking or Government instrumentality in the Commonwealth or any State or Territory thereof.
- (c) Upon the security of real property in any part of the Commonwealth

26. ACCOUNTS

26.1 The funds of the Association and its income and property shall, subject to the members in general meetings, be under the control of the Executive which shall have the sole management thereof.

26.2 The Executive shall cause proper books of accounts to be kept recording a true account of the financial transactions of the Association and of all receipts and expenditures, and the assets, credits and liabilities of the Association and such books of accounts shall be kept at the office of the Association.

26.3 The Treasurer shall in accordance with these rules cause the books of accounts to be maintained completely written up as hereinbefore required, and at the end of each financial year of the Association as determined by the Executive, shall cause to be prepared a financial report including statement of revenue and expenditure and a balance sheet for such financial year, which shall be submitted to the Executive for its approval.

26.4 Cheques shall be signed by a minimum of 2 persons as may from time to time be authorised by the Executive Committee.

27. COMMON SEAL

The common seal of the Association engraved with the name of the Association shall be kept in the care of the Executive Officer. The seal shall not be used or affixed to any deed or other document except pursuant to the resolution of the committee and in the presence of the President and two members of the committee both of whom shall subscribe their names as witnesses.

28. SUMMONING MEETINGS [DELETED – see #15.2 above]

29. NOTICES

Subject to rule 28 a notice may be given by the Association to any member either personally or by telephone or by post or by electronic transmission such as facsimile or email, to the address supplied by the member to the Association for the giving of notices to the member. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, pre-paying and posting the letter containing the notice and to have been effected at the time which the letter would be delivered in the ordinary course of post.

30. REIMBURSEMENT OF EXPENSES

Every member of the Executive and the Executive Officer or other servant of the Association shall be reimbursed out of the funds of the Association authorised costs and it shall be the duty of the Executive out of the funds of the Association to pay all costs, losses and expenses which any such Committee member or servant may incur or become liable to by reason of any contract entered into or act or thing done by him/her as such Committee member or servant or in any way in discharging his/her duty, including travelling expenses.

31. INSPECTION OF RECORDS AND DOCUMENTS

- (1) The member must contact the secretary to make the necessary arrangements for the inspection.
- (2) The inspection will be free of charge.
- (3) If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of committee meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.
- (4) The member may make a copy of or take an extract from a record or document but does not have a right to remove the record or document for that purpose
- (5) The member must not use or disclose information in a record or document except for a purpose
 - (a) that is directly connected with the affairs of the Association; or
 - (b) that is related to complying with a requirement of the Act.

32. DISPUTE RESOLUTION

Parties to attempt to resolve dispute: The parties to a dispute related to the business and/or rules of the Association must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

Grievance Procedure

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within 14 days, any party to the dispute may start the grievance procedure by giving written notice to the secretary of —

- (a) the parties to the dispute; and
 - (b) the matters that are the subject of the dispute.
- (2) Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
- (3) The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- (4) The notice given to each party to the dispute must state —
- (a) when and where the committee meeting is to be held; and
 - (b) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.
- (5) If —
- (a) the dispute is between one or more members and the Association; and
 - (b) any party to the dispute gives written notice to the secretary stating that the party
 - (i) does not agree to the dispute being determined by the committee; and
 - (ii) requests the appointment of a mediator under rule 23,
- the committee must not determine the dispute.

33. ALTERATIONS TO RULES

These rules may be altered from time to time by resolution passed by a seventy-five percent majority of members present and entitled to vote at a Special General Meeting, provided that notice in writing of the substance of the proposed alterations has been duly given to all members not less than twenty-one (21) days prior to the meeting.

34. DISSOLUTION

The Association may be dissolved by resolution by a three-fourths majority of those present in person or by proxy passed at a Special General Meeting and thereupon or at such future date that shall be specified in such resolution the Executive shall proceed to wind up the affairs of the Association paying the debts and liabilities out of the funds of the Association. If there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall either:

- (a) Be given or transferred to some other association, corporation or institution having objects similar to the objects of the Association to be determined by the members of the Association at or before the time of dissolution; or
- (b) Be given to charity.

35. INTERPRETATION OF THE RULES

Where required during the course of a meeting the President (or person so presiding) shall rule on any question of the interpretation of the rules of the Association.

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