



ORAL HISTORY VICTORIA INC.

Constitution

Dated 16 July 2022

Oral History VICTORIA Inc.

ABN 92078050909

www.oralhistoryvictoria.org.au

(Not registered for GST)

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PART I INTRODUCTION

1 Name

The name of the incorporated association is **ORAL HISTORY VICTORIA INC.**.

2 Definitions

In this constitution:

the association means Oral History VICTORIA;

national body means Oral History Australia Inc.;

the committee means a committee constituted under Part III;

the Act means the *Associations Incorporation Reform Act 2012*;

the Regulation means the *Associations Incorporation Regulation 2010*;

in writing means 'by post' or 'by electronic means';

a person may mean an individual or an institution.

3 Aims

The aims of the association are to:

- (a) promote discussion and training on all aspects of oral history;
- (b) promote ethical good practice in oral history;
- (c) foster preservation, access and use of oral history collections;
- (d) foster a diverse and inclusive oral history community;
- (e) pursue common objectives and maintain links with other Australian oral history associations through membership of the national body;
- (f) advocate on behalf of oral history and oral historians.

PART II MEMBERSHIP, GRIEVANCES AND DISCIPLINARY PROCEDURES

Division 1 – Membership

4 Membership generally

- 4.1 Any person who has an interest in oral history and supports the aims of the association is eligible for membership.
- 4.2 Members, other than life members, shall pay to the association the annual subscription, the categories and amounts of which shall be determined in accordance with rule 7.

5 Nomination for membership

- 5.1 A nomination for membership of the association must be:
 - (a) made in the form determined by the committee;
 - (b) lodged with the secretary; and
 - (c) accompanied by the applicable subscription fee.

- 5.2 As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the committee, which is to determine whether to approve or to reject the nomination.

6 Life membership

- 6.1 Life membership may be granted to those members who, in the opinion of the Committee, have rendered exceptional service to the association and/or the broader oral history movement in Australia over a period of at least 10 years. There are to be no more than five life members at any time.
- 6.2 A life member of the association pays no annual subscription fee and, subject to rule 8, is a member of the association for life.

7 Membership categories and subscription

- 7.1 The committee may from time to time create different categories of membership to provide for the needs of different member groups, and set the annual subscription fee for each such category.
- 7.2 There must be no more than one increase in the subscription fee for any category per year.
- 7.3 In the absence of any determination under subrule 7.1, the subscription fees and membership categories shall remain unchanged.
- 7.4 The subscription fee shall be payable annually on the first day of July.

8 Cessation of membership

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

- (a) dies; or
- (b) resigns membership; or
- (c) is expelled from the association; or
- (d) fails to pay the annual subscription fee within three months following the annual fee deadline.

9 Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the association, is not capable of being transferred or transmitted to another person and terminates on the cessation of membership.

10 Resignation of membership

A member of the association may resign from membership of the association by giving to the secretary written notice of the member's intention to resign.

11 Register of members

- 11.1 Subject to subrule 11.2, the secretary must establish and maintain a register of members of the association specifying:
- (a) the name of each person who is a member of the association;
 - (b) a postal or residential address of the person;
 - (c) an email address of the person;
 - (d) if applicable, the category of membership of the person;
 - (e) the date on which the person became a member; and

- (f) where applicable, the date on which a person ceased to be a member.
- 11.2 The register of members must be kept in Victoria:
- (a) at the main premises of the association; or
 - (b) if the association has no physical premises, at the association's official address, or the digital register managed by the association.
- 11.3 Subject to subrules 11.4, 42.2 and 42.3, the register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- 11.4 If a member requests that any information contained on the register about them (other than their name) not be available for inspection, that information must not be made available for inspection.
- 11.5 A member must not use information about a person obtained from the register:
- (a) in breach of any law; or
 - (b) to contact or send material to the person, except for:
 - (i) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association, or other material relating to the association; or
 - (ii) any other purpose necessary to comply with a requirement of the Act or the Regulation or this constitution.

12 Members' rights and liabilities

- 12.1 A member of the association who is entitled to vote has the right to:
- (a) receive notice of the general meetings and of proposed special resolutions in the manner and time set out in this constitution;
 - (b) submit items of business for consideration at a general meeting;
 - (c) attend and be heard at a general meeting;
 - (d) subject to subrules 35.3 and 35.4, vote at a general meeting;
 - (e) subject to subrule 42.2, have access to the minutes of a general meetings and other documents of the association as provided under this constitution; and
 - (f) subject to subrules 11.4 and 42.2, inspect the register of members.
- 12.2 A member is entitled to vote if:
- (a) the member has been a member for more than 10-days; and
 - (b) the member's membership rights are not suspended for any reason.
- 12.3 The liability of a member of the association 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 respect of membership of the association as required by rule 7.

Division 2 – Disputes

13 Grievance procedures

- 13.1 The grievance procedure set out in this Division applies to disputes between:
- (a) a member and another member (in their capacity as members);
 - (b) a member and the committee;

- (c) a member and the association.
- 13.2 A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- 13.3 The parties to a dispute must attempt to resolve the dispute between themselves within 14-days of the dispute coming to the attention of each party.
- 13.4 If the parties to a dispute are unable to resolve the dispute between themselves within the time required by subrule 13.3, the parties must within seven days:
 - (a) notify the committee in writing of the dispute; and
 - (b) agree to or request the appointment of a mediator; and
 - (c) attempt in good faith to settle the dispute by mediation.
- 13.5 The mediator must be:
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement:
 - (i) if the dispute is between a member and another member, a person appointed by the committee; or
 - (ii) if the dispute is between a member and the committee or the association – a person appointed or employed by the Dispute Settlement Centre of Victoria.
- 13.6 A mediator appointed by the committee may be a member or former member of the association but, in any case, must not be a person who:
 - (a) has a personal interest in the dispute; or
 - (b) might reasonably be perceived to be biased in favour of or against any party.
- 13.7 In conducting the mediation, the mediator must:
 - (a) give each party every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- 13.8 The mediator must not determine the dispute.
- 13.9 If within 28-days the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

14 Disciplining of members

- 14.1 A complaint may be made to the committee by any member that another member of the association has:
 - (a) refused or neglected to comply with a provision or provisions of this constitution; or
 - (b) wilfully acted in a manner prejudicial to the interests of the association.
- 14.2 The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- 14.3 If the committee decides to deal with the complaint, the committee must:
 - (a) give notice of the complaint to the member concerned; and
 - (b) give the member at least 14-days from the time the notice is served 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.
- 14.4 The committee may expel 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 and the expulsion or suspension is warranted in the circumstances.
- 14.5 If the committee expels or suspends a member, the secretary must, within seven days after the action is taken, give written notice to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under rule 15.
- 14.6 The expulsion or suspension does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
 - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under rule 15, whichever is the later.
- 15 Right of appeal of disciplined member**
- 15.1 A member may appeal to the association in general meeting against a resolution of the committee under rule 14, within seven days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 15.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 15.3 On receipt of a notice from a member under subrule 15.1, 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.
- 15.4 At a general meeting of the association convened under subrule 15.3:
- (a) no business other than the question of the appeal is to be transacted;
 - (b) the committee and the 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.
- 15.5 The appeal is to be determined by a simple majority of votes cast by members of the association.

PART III THE COMMITTEE

16 Powers of the committee

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

- (a) is to control and manage the affairs of the association in accordance with its aims, and
- (b) may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

17 Composition and membership of the committee

- 17.1 The Committee consists of:
- (a) the office-bearers;
 - (b) up to eight ordinary members;
 - (c) any additional members co-opted under subrule 17.2.
- 17.2 Additional members may be co-opted by the committee subsequent to the annual general meeting.
- 17.3 The office-bearers of the association are as follows:
- (a) president;
 - (b) vice president;
 - (c) treasurer;
 - (d) secretary.

18 Tenure and election of committee members

- 18.1 Each member of the committee is, subject to this constitution, to hold office until the positions of the committee are declared vacant at the next annual general meeting.
- 18.2 A member of the committee whose office is declared vacant under subrule 18.1 is eligible for re-election.
- 18.3 Tenure of any office bearer is limited to three consecutive years in a particular office.
- 18.4 Subject to 18.3, an office bearer wishing to continue on the committee beyond three years can rotate to another executive position, or re-nominate as an ordinary committee member.
- 18.5 After the annual report and financial statements of the association have been received at an annual general meeting and the transaction of any business has occurred, the chairperson of the meeting must declare all positions on the committee vacant and hold elections for those positions in accordance with this constitution.
- 18.6 A single election may be held to fill all of the positions of ordinary members.
- 18.7 Nominations of candidates for election as office-bearers of the association or as ordinary committee members must be:
- (a) made in writing, signed by two members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
 - (b) delivered to the secretary of the association at least seven days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 18.8 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations can be received at the annual general meeting.
- 18.9 If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies (under rule 22).
- 18.10 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- 18.11 If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

18.12 The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting by secret ballot.

18.13 A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a member of the association.

19 President

19.1 The president shall, together with the secretary, prepare the agenda for committee and other meetings.

19.2 At a meeting of the committee:

- (a) the president or, in the president's absence, the vice-president is to preside; or
- (b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the committee, as may be chosen by the members present at the meeting, is to preside.

19.3 If the need arises for a statement to be made to an instrumentality external to the association, the president is empowered to act as spokesperson, unless an alternative spokesperson has been appointed by the committee, or a general meeting.

19.4 The spokesperson shall make statements in accordance with previously agreed policy, or otherwise after consultation with at least two other members of the committee.

20 Secretary

20.1 The secretary shall keep minutes of:

- (a) all appointments of office-bearers and members of the committee; and
- (b) the names of members of the committee present at a committee meeting or a general meeting; and
- (c) all proceedings at committee meetings and general meetings.

20.2 Minutes of proceedings at a meeting must be approved by the committee passing a motion to approve the minutes which is then moved by a committee member who attended the meeting and seconded by another committee member who attended the meeting.

21 Treasurer and Audit

The treasurer must:

- (a) collect and receive all moneys due to the association and received, and make all payments authorised by the association; and
- (b) keep correct books and accounts showing the financial affairs of the association with full details of all receipts, expenditure and investments connected with the activities of the association; and
- (c) if determined by the committee, arrange for an annual independent financial review of the association's books and accounts; and
- (d) prepare financial statement and budgets, and submit a report on finances at each committee meeting; and
- (e) prepare the annual financial statement and annual financial report for presentation to members at the annual general meeting; and
- (f) no later than 14-days before the date of the annual general meeting, deliver to the secretary or president a copy of the annual financial statement and annual financial report.

22 Casual vacancies

- 22.1 In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- 22.2 A casual vacancy in the office of a member of the committee occurs if the member:
- (a) dies; or
 - (b) ceases to be a member of the association; or
 - (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth; or
 - (d) resigns office by notice in writing given to the secretary; or
 - (e) is removed from office under rule 23; or
 - (f) becomes a mentally incapacitated person; or
 - (g) is absent without the consent of the committee from three consecutive meetings of the committee; or
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three months; or
 - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

23 Removal of committee members

- 23.1 The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 23.2 If a member of the committee to whom a proposed resolution referred to in subrule 23.1 relates, makes representations in writing to the secretary or president 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.

24 Committee meetings and quorum

- 24.1 The committee must meet at least four times in each period of 12 months at such place and time as the committee may determine.
- 24.2 Additional meetings of the committee may be convened by the president or by any member of the committee.
- 24.3 Written notice of a meeting of the committee must be given by the secretary to each member of the committee at least a week before the time appointed for the holding of the meeting.
- 24.4 Notice of a meeting given under subrule 24.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 24.5 A minimum of four of the total number of committee members including at least two office bearers constitutes a quorum for the transaction of the business of a meeting of the committee.

- 24.6 No business is to be transacted by the committee unless a quorum is present.
- 24.7 If, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to a time within seven days agreed by the committee to enable a quorum to be present.

25 Delegation by committee to subcommittee

- 25.1 The committee may appoint and delegate in writing, to one or more subcommittees consisting of persons who are members of the association, the exercise of functions of the committee.
- 25.2 The committee must provide each subcommittee with guidelines as to the scope, budget, and terms of reference.
- 25.3 The committee may revoke in writing the appointment and delegation of a subcommittee at its discretion.
- 25.4 Notwithstanding any delegation under this rule, the committee may continue to exercise any function delegated to a subcommittee.
- 25.5 A subcommittee may meet and adjourn as it thinks proper.
- 25.6 A subcommittee shall not incur expenditure outside a budget approved by the committee.

26 Voting and decisions

- 26.1 Questions arising at a meeting of the committee or of any subcommittee appointed by the committee are to be determined by a majority of the votes of members of the committee or subcommittee present at the meeting.
- 26.2 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 one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 26.3 Subject to subrule 24.5, the committee may act despite any vacancy on the committee.
- 26.4 Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a subcommittee 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 subcommittee.

27 Conflict of interest

- 27.1 A conflict of interest exists when a committee member stands to gain financially from any business dealing, programme, service, or other activity conducted by or with the association.
- 27.2 Any such conflict of interest should be declared by the committee member concerned in writing to the secretary of the association, or at an ordinary meeting.
- 27.3 Subject to subrule 27.4, a committee member who believes another committee member has an undeclared conflict of interest, should notify the secretary in writing specifying the basis of this potential conflict.
- 27.4 If any committee member believes the secretary has an undeclared conflict of interest, notice of the potential conflict should be given to the president.
- 27.5 Notwithstanding anything in this rule 27, a committee member who has a conflict of interest shall not:
- (a) initiate or take part in any committee discussion on the topic (either in the meeting or with other committee members before or after the committee meetings) unless expressly invited to do so by the unanimous agreement by all other members present.

- (b) vote on any matter relating to the conflict or the relevant business.
- (c) participate in any way with the negotiation of the business.

27.6 Any business of the association involving a conflict of interest under this rule 27 must be carried out by a committee member or members who is not the subject of the conflict of interest and who must act impartially, and negotiate such business at arm's length in accordance with this rule.

PART IV GENERAL MEETINGS

28 Annual general meetings

- 28.1 The association must hold its annual general meetings within four months after the close of the association's financial year.
- 28.2 The annual general meeting of the association is, subject to the Act and subrule 28.1, to be convened on such date and at such place and time as the committee thinks fit.
- 28.3 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
- (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - (b) to receive from the committee reports on the activities of the association during the last preceding financial year;
 - (c) to determine the number of ordinary committee members (if any);
 - (d) to elect office-bearers of the association and any ordinary committee members;
 - (e) to receive and consider any financial statement or report required to be submitted to members under the Act.
- 28.4 An annual general meeting must be specified as such in the notice convening it.

29 Special general meetings

- 29.1 The committee may, whenever it thinks fit, convene a special general meeting of the association.
- 29.2 The committee must, on the requisition in writing of at least five per cent of the total number of members, convene a special general meeting of the association.
- 29.3 A requisition of members for a special general meeting:
- (a) must state the purpose or purposes of the meeting; and
 - (b) must be signed by the members making the requisition; and
 - (c) must be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 29.4 If the committee fails to convene a special general meeting to be held within one month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than three months after that date.
- 29.5 A special general meeting convened by a member or members as referred to in subrule 29.4 must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

30 Notice

- 30.1 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 21-days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting, and the nature of the business proposed to be transacted at the meeting.
- 30.2 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, cause notice to be given to each member specifying, in addition to the matter required under subrule 30.1, the intention to propose the resolution as a special resolution.
- 30.3 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under subrule 28.3.
- 30.4 A member desiring to bring any business before a general meeting may give notice in writing 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.

31 Quorum for general meetings

- 31.1 No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- 31.2 Ten members or one sixth of the current membership of the association, whichever is less, (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 31.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
- (a) if convened on the requisition of members, is to be dissolved; and
 - (b) in any other case, is to stand adjourned to another place specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned.
- 31.4 In the case of an adjournment under subrule 31.3(b), the chairperson must use best endeavours to reschedule the adjourned meeting to a new date within 14-days to enable the remaining business to be transacted with a quorum.

32 Presiding member

- 32.1 The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.
- 32.2 If the president and the vice-president are absent or unwilling to act, the members present must elect a person from among themselves to preside as chairperson at the meeting.

33 Adjournment

- 33.1 The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 33.2 In the case of an adjournment under subrule 33.1, the chairperson must use best endeavours to reschedule the adjourned meeting to a new date within 14-days.

- 33.3 If a general meeting is adjourned, the secretary must give written 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.

34 Making of decisions

- 34.1 A question arising at a general meeting of the association is to be determined by either:
- (a) a show of hands; or
 - (b) if on the motion of the chairperson or if five or more members present at the meeting decide that the question should be determined by a secret ballot.
- 34.2 If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 34.3 If the question is to be determined by a secret ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

35 Voting

- 35.1 On any question arising at a general meeting of the association a member has one vote only.
- 35.2 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting may exercise a second or casting vote.
- 35.3 A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.
- 35.4 A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.
- 35.5 Proxy voting is permitted, however, a member may be appointed the proxy of a maximum of one member only per meeting.

36 Proxies

- 36.1 Subject to subrule 35.5, member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- 36.2 The appointment of a proxy must be in writing and signed by the member making the appointment.
- 36.3 The member appointing the proxy may give specific directions as to how the proxy is to vote on their behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- 36.4 If the committee has approved a form for the appointment of a proxy, the member may use any other form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.
- 36.5 Notice of a general meeting given to a member under rule 30 must:
- (a) state that the member may appoint another member as a proxy for the meeting; and
 - (b) include a copy of any form that the committee has approved for the appointment of a proxy.
- 36.6 Except where rule 36.7 applies, a form appointing a proxy is of no effect unless it is received by the secretary of the association no later than 24 hours before the commencement of the meeting.

- 36.7 Where a meeting is held either wholly or partly in person, a form appointing a proxy may be delivered by hand to the chairperson of the meeting before or at the commencement of the meeting.

PART V FINANCIAL MATTERS

37 Insurance

The association may effect and maintain insurance deemed appropriate by the committee at an ordinary meeting or a general meeting.

38 Funds

- 38.1 The funds of the association are to be derived from annual subscriptions of members, donations, interest, grants, fundraising activities and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- 38.2 Subject to any resolution passed by the association in general meeting, the funds of the association are to be used solely in pursuance of the aims of the association in such manner as the committee determines.
- 38.3 Notwithstanding subrule 38.2, no portion of the association funds shall be distributed directly or indirectly to the members of the association except as bona fide compensation approved by the committee for services rendered or recognition of services, or expenses incurred on behalf of the association.

39 Funds management

- 39.1 The association must open an account with a financial institution from which all expenditure of the association is made and into which all of the association's revenue is deposited.
- 39.2 All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorised deposit-taking financial institution account.
- 39.3 The association must, as soon as practicable after receiving any money, issue an appropriate receipt.
- 39.4 The committee may from time-to-time delegate authorities to allow a committee member or committee members to expend association funds on behalf of the association up to a specified amount, without obtaining the further approval of the committee.
- 39.5 Where any proposed expenditure exceeds the threshold amount in any delegated authority, approval of the committee to expend the amount is required.
- 39.6 The committee must annually review any delegated authority made under subrule 39.4.

PART VI MISCELLANEOUS

40 Change of name, aims and constitution

The name, aims or constitution of the association may not be altered except by special resolution passed at a general meeting.

41 Records and custody of the books

- 41.1 Except as otherwise provided by this constitution, the secretary must keep in their custody or under their control all records, books and other documents relating to the association.

- 41.2 The association shall preserve an archival record of its activities and deposit them at a suitable repository.
- 41.3 For the purposes of this rule 41, a “suitable repository” shall include a digital repository managed by the association.

42 Inspection of books

- 42.1 In addition to any rights contained in rule 11, the following documents must be open for inspection, free of charge, to any member of the association at any reasonable hour:
- (a) records, books and other financial documents of the association;
 - (b) this constitution;
 - (c) minutes of all committee meetings and general meetings of the association.
- 42.2 Notwithstanding anything in this constitution, the committee may refuse to permit a member to inspect records of the association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the association.
- 42.3 Subject to subrule 42.2, a member may make a copy of any of the records of the association referred to in this rule and the association may charge a reasonable fee for provision of a copy of such a record.

43 Service of notices

For the purpose of this constitution, a notice may be served on or given to a person in writing, to the address of the person.

44 Financial year

The financial year of the association commences on the first day of July and ends on the following 30 June.

45 Disposal of property

In the event of the dissolution of the association, any surplus property should be transferred to the national body.

End of document