

WARWICK COMMUNITY FM RADIO ASSOCIATION INC

Constitution

NAME

1. The name of the incorporated association shall be (in these Rules called "the Association")
Warwick Community FM Radio Association Incorporated.

OBJECTS

- .2. The objects for which the Association is established are:
 - 1) To establish, operate and maintain community access radio for the Warwick District, and widen the community's involvement in broadcasting.
 - 2) To establish, operate and maintain any other FM or Digital Radio service if licences become available.

POWERS

3. The powers of the Association are:
 - (1) To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of rule 29 (10);
 - (1) In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid. for the members of the Association or persons frequenting the Association's premises;
 - (2) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and. personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any

trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;

- (3) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (4) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association;
- (5) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
- (6) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (7) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- (8) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;

- (9) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate, using the form of a formal contract; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- (10) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to, purchase, redeem or pay-off any such securities;
- (11) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- (12) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- (13) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
- (14) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in sub-rule (4);

- (15) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- (16) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- (17) In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of rule 29 (10);
- (18) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (19) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (20) To make donations for patriotic, charitable or community purposes;
- (21) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (22) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

CLASSES OF MEMBERS

4. (1) (a) The Association consists of Ordinary Members, Associate Members, Life Members and Junior Members, each of whom shall be bound by this Constitution and Rules as duly amended from time to time.
- (b) No member shall be entitled to any benefit or advantage from the association which is not shared equally by every member.

(2) **Classification of Membership:**

(a) Ordinary Members are those members who have paid the full membership fee prior to the end of the Association's financial year, the 31st March.

(b) Associate Members - shall not be entitled to hold any Office of the Association nor take part in nor vote at Meetings and shall be unlimited in number.

(c) Life Members - an honour conferred on the recommendation of the Management Committee and endorsed by a resolution carried at a General Meeting of the Association.

- I. Life members are to be considered ordinary financial members for life
- II. Life Membership can be terminated the same as other membership as detailed in Section 8.
- III. Any Life Membership existing at the time of the adoption of these rules shall stand undisturbed.

(d) Junior Members - will comprise Members under the age of 18 at the beginning of the Association's financial year. They shall not be entitled to hold any Office of the Association nor to take part in nor vote at Meetings and shall be unlimited in number.

(3) The number of ordinary members and Life Members shall be unlimited

MEMBERSHIP

(5)

(1) An application for membership must be proposed by one (1) member of the association (the proposer) and seconded by another member (the seconder)

(2) An application for membership must be –

In writing; and

- a. Signed by the applicant and the applicant's proposer and seconder; and
- b. in the form decided by the management committee

MEMBERSHIP FEES

6. (1) The membership fees for each class of membership shall be such sum as the members shall from time to time at any general meeting so determine.
- (2) The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.
- (3) A financial member at any material time is a member who is not then indebted to the organisation in respect of annual subscription or levy or other payment whatsoever.
- (4) Only those members who are financial members at the time shall be entitled, subject to the lawful procedure of the meeting, to speak or vote upon any motion at any general meeting of the organisation.

ADMISSION AND REJECTION OF MEMBERS

7. (1) At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall bring the application to a vote at the next general meeting, to determine upon the admission or rejection of the applicant.
- (2) Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
- (3) Upon the acceptance or rejection of an application for any class of membership the secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.
- (4) Reasons an application may be rejected are as follows:
 - 1: Has previously shown disregard to or has caused defamation to the Association.
 - 2: There are reasonable grounds to believe that the applicant would not abide by the rules and objectives of the association
 - 3: The applicant has been convicted of an indictable offence
 - 4: There are reasonable grounds to believe that the applicant would not abide by the community broadcasting code of practice
 - 5: There are reasonable grounds to believe that the applicant would pose a security risk to the members or premises of the association.

TERMINATION OF MEMBERSHIP

8. (1) A member may resign from the Association at any time by giving notice in writing to the secretary. Such resignation shall take effect at the time such

notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.

(2) If a member -

- (a) Is convicted of an indictable offence; or
- (b) Fails to comply with any of the provisions of these Rules, or
- (c) If a member shows constant disregard to the station, rules, policies and constitution
- (d) If a member has defamed or negatively represented the station in any way
- (e) Has membership fees in arrears for a period of two months or more;
- (f) Conducts themselves in a manner considered to be injurious or prejudicial to the character

or interests of the Association.

The Management Committee shall consider whether the applicant's membership shall be terminated.

(3) The member concerned shall be given a full and fair opportunity of presenting their case, to the Management Committee, and if the Management Committee resolves to terminate their membership it shall instruct the secretary to advise the member in writing accordingly within 14 days.

APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

9. (1) A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the secretary written notice of their intention to appeal against the decision of the Management Committee.

(2) Upon receipt of a notification of intention to appeal against rejection or termination of membership the secretary shall convene, within three months of the date of receipt by the person of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present their

case and the Management Committee or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting their case. The appeal shall be determined by the vote of the members present at such meeting.

- (3) Where a person, whose application is rejected or membership terminated, does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the pro-rata amount of any fee paid.

REGISTER OF MEMBERS

10. (1) The Management Committee shall cause a Register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.
- (2) Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatement's of membership, and any further particulars as the Management Committee or the members at any general meeting may require from time to time.
- (3) The Register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.
- (4) The Management Committee may, on the application of a member of the Association, withhold information from the register available for inspection, if the Management Committee has reasonable grounds for believing the disclosure of the information would put any member at risk of harm.
- (5) Members information must be held in strict confidence by the Secretary and other executives and must not be used for any other purpose other than business directly related to the Association. It is NOT to be disclosed to any third party without prior written consent, on the appropriate form of the Member(s) involved being received by the Secretary.
- (6) The only exceptions to this are official requests by Statutory Authorities, a Court Order requesting specific information, or Police Warrant requesting specific information.

MEMBERSHIP OF MANAGEMENT COMMITTEE

11. (1) The Management Committee of the Association shall consist of a President, Vice-President, Secretary, Treasurer, all of whom shall be members of the Association, and such number of other members as the members of the Association at any general meeting may from time to time elect or appoint.
 - (2) At each annual general meeting of the Association, all members of the Management Committee must retire from office, but are eligible, upon nomination, for re-election.
 - (3) The election of officers and other members of the Management Committee shall take place in the following manner:
 - (a) Any members seeking to stand for election to the Management Committee must have been a continuous member of the Association for three (3) years before the member can be nominated. The three (3) years must be served immediately prior to the date of the next AGM;
 - (b) The nomination, which shall be in writing and signed by the member and his proposer and seconder, shall be lodged with the secretary at least fourteen (14) days before the annual general meeting at which the election is to take place;
 - (c) A list of the candidates' names in alphabetical order. with the proposers' and seconders' names, shall be posted in a conspicuous place in the office or usual place of meeting of the Association for at least fourteen (14) days immediately preceding the annual general meeting;
 - (d) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
 - (e) Should, at the commencement. of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
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12. Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the secretary but such

resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a general meeting of the Association where that member shall be given the opportunity to fully present their case. The question of removal shall be determined by the vote of the members present at such a general meeting.

VACANCIES ON MANAGEMENT COMMITTEE

13. (1) The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy. Any member of the Management Committee so appointed shall retire at the next ordinary annual general meeting and shall be eligible for re-election. The member elected under this rule shall retain office only so long as the vacating member would have retained office if no vacancy had occurred.

- (2) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the *purpose of* increasing the number of members of the Management Committee to that number or of summoning a general meeting of the Association, but for no other purpose.

FUNCTIONS OF THE MANAGEMENT COMMITTEE

- 14 (1) Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any general meeting the Management Committee
 - (a) Shall have the general control and management of the administration of the affairs, property and funds of the Association; and

 - (b) Shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.

- (2) The Management Committee may exercise all the powers of the Association -
- (a) To borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities;
 - (b) To borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and
 - (c) To invest in such manner as the members of the Association may from time to time determine.

MEETINGS OF MANAGEMENT COMMITTEE

15. (1) The Management Committee shall meet at least once every two calendar months to exercise its functions.
- (2) A special meeting of the Management Committee shall be convened by the secretary on the requisition in writing, or by any electronic means, signed by not less than one-third of the members of the Management Committee, the requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- (3) At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management

Committee as at the close of the last general meeting of the members, shall constitute a quorum.

- (4) Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
- (5) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which they are interested, or any matter arising thereof, and if they do so vote, their vote shall not be counted.
- (6) Not less than fourteen (14) days notice shall be given by the secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.
- (7) The President shall preside as Chairperson at every meeting of the Management Committee, or if there is no President, or if at any meeting they are not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairperson or if the Vice-President is not present at the meeting then the meeting shall be postponed.
- (8) If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the

adjourned meeting, a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

- 16 (1) The Management Committee may delegate any of its powers to a subcommittee consisting of such members of the Association as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
 - (2) A sub-committee may elect a Chairperson of its meetings. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairperson of the meeting.
 - (3) A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative as preserving the status-quo.
17. All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.
 18. A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several

documents in like form, each signed by one or more members of the Management Committee.

ANNUAL GENERAL OR GENERAL MEETINGS

19. Not less than six (6) general meetings are to be held in each financial year of the association.

20. (1) The annual general meeting shall be held within three months of the close of the financial year.

- (2) The business to be transacted at every annual general meeting shall be –
 - (a) The receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the association for the preceding financial year;

 - (b) The receiving of the auditor's report upon the books and accounts for the preceding financial year;

 - (c) The election of members of the Management Committee; and

 - (d) The appointment of an auditor.

- (3) Only full financial members or life members are entitled to vote at the AGM;
 - (a) A full financial member is a person who has paid a full membership before the end date of the Association's financial year.

 - (b) A Life member who has been allocated that status by Association Members.

- 1) Voting shall be by secret ballot where more than one candidate has been nominated for a position.

- 2) Where only one candidate has been nominated for a position, that candidate automatically assumes that position.

PROXIES

21.

(a) A member may vote in person or by proxy.

(b) Nominations and proxy forms will be sent, on request, by post, electronic means, or hand delivered, within 14 days prior to the AGM, stating open positions and nominations, or if a General Meeting, a list of proposed resolutions

- (1) An instrument appointing a proxy must be in the following or similar form -

Warwick Community FM Radio Association Incorporated

I, _____ of _____, being a member of the association, appoint _____ of _____, as my proxy to vote at the (annual) general meeting of the association, to be held on the day _____ of _____ 20____, and at any adjournment of the meeting. Signed this _____ day of _____ 20____.

Signature

- (2) The instrument appointing a proxy must -
 - (a) If the appointer is an individual-be signed by the appointer or the appointer's attorney properly authorised in writing; or
 - (b) If the appointer is a corporation-
 - (i)be under seal; or
 - (ii)be signed by a properly authorised officer of the corporation.
- (3) A proxy may be a member of the Association or another person.
- (4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret vote.

- (5) Each instrument appointing a proxy must be given to the secretary 30 minutes before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- (6) Unless otherwise instructed by the appointer, the proxy may vote as the proxy considers appropriate.
- (7) If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form-

Warwick Community FM Radio Association Incorporated

I, _____ of _____, being a member of the
 association, appoint, _____ of _____ as my proxy
 to vote for me on my behalf at the (annual) general meeting of the association to be held on
 the _____, day of _____, 20 ____ .
 Signed this _____ day of _____, 20 ____ .

 Signature

This form is to be used *in favour of/*against {strike out whichever is not wanted} the following resolutions-
 {List relevant resolutions}

- (8) No person, other than the person appointed by the Management Committee, is to hold, or present, more than two (2) proxy votes, Any extra proxy votes past the first two (2) shall not be counted, or considered valid.
- (9) All proxy votes are to be recorded in a proxy register to be attached to the minutes.

SPECIAL MEETINGS

22 The secretary shall convene a special general meeting –

- (a) When directed to do so by the Management Committee; or
- (b) On the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the

number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or

- (c) On being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.

QUORUM'S

- 23. (1) At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
- (2) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this rule "member" includes a person attending as a proxy or as representing a corporation which is a member.
- (3) If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.
- (4) The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for

thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

NOTICE OF MEETINGS

24. (1) The secretary shall convene all general meetings of the Association by giving not less than 7 days notice of any such meeting to the members of the Association.
- (2) The manner by which such notice shall be given shall be determined by the Management Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee, shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

MEETING PROCEDURE

25. Unless otherwise provided by these Rules, at every general meeting -
- (1) the President shall preside as Chairperson, or if there is no President, or if they are not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairperson or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chairperson of the meeting;
- (2) The Chairperson shall maintain order and conduct the meeting in a proper and orderly manner;
- (3) Every question, matter or resolution shall be decided by a majority of votes of the members present;

- (4) Every financial member present shall be entitled to one vote and in the case of an equality of votes the Chairperson shall have a second or casting vote: Provided that no member shall be entitled to vote at any general meeting if his annual subscription is in arrears at the date of the meeting;
- (5) Voting shall be by show of hands or a division of members, unless not less than one fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairperson shall appoint two members to conduct the secret ballot in such manner as they shall determine and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting of which the ballot was demanded;
- (6) The secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting: Provided that the minutes of any annual general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting or annual general meeting.

BY-LAWS

26. The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association and any by-law may be set aside by a general meeting of members.

ALTERATION OF RULES

27. Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting: Provided that no such amendment, rescission or addition shall be

valid unless the same shall have been previously submitted to and approved by the Chief Executive of the Department administering the Act and the Minister responsible for the administration of the Collections Act 1966.

COMMON SEAL

28. The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

FUNDS AND ACCOUNTS

29. (1) The funds of the Association shall be deposited in the name of the Association in such bank or Approved Deposit-Taking Institution, as the Management Committee may from time to time direct.
- (2) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.
- (3) All moneys shall be deposited as soon as practicable after receipt thereof.
- (4) All amounts of \$100 or more shall be paid by cheque signed by any two of the president, vice-president, secretary, treasurer or other members authorised from time to time by the Management Committee, alternatively, payment by electronic fund transfer or credit/debit card can also be approved by any two members of the Management Committee.

- (5) Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
- (6) The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- (7) All expenditure shall be approved or ratified at a Management Committee meeting.
- (8) As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing particulars of
 - (a) The income and expenditure for the financial year just ended; and
 - (b) The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
- (9) All such statements shall be examined by the auditor who shall present their report upon such audit to the secretary prior to the holding of the annual general meeting next following the financial year in respect of which such audit was made.
- (10) The income and property of the Association whencesoever's derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by him to the Association or otherwise owing by the Association to him or of remuneration to any officers or servants of the Association or to any member of the Association or other person in return for any services actually rendered to the Association provided further that nothing

herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

DOCUMENTS

30. The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

FINANCIAL YEAR

31. The financial year of the Association shall close on the 31st March in each year.

DISTRIBUTION OF SURPLUS ASSETS

32. If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, gifts to which are allowable deductions under the provisions of Section 78(4) and (5) of the Income Tax Assessment Act, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Rule 28(10), such institution or, institutions to be determined by the members of the Association.

ACCEPTANCE OF THESE RULES

33. All Members on admission shall be deemed to have agreed to be bound by the Constitution, Rules and By-laws of the Association for the time being in force.