The Tropical Fruits Incorporated

Constitution
(Articles of Association)

Under the *Associations Incorporation Act 2009*

March 2024

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Part 1 Preliminary

1 Definitions

(1) In this constitution:

Committee member means an office-bearer or ordinary committee member.

Ordinary committee member means a committee member who is not an office-bearer of the association

Office-bearer means a committee member who is elected to an office referred to in clause 18(2).

Register of members means the register of members maintained under clause 11.

Secretary means:

(a) the person holding office under this constitution as secretary of the association, or

(b) where no such person holds that office - the public officer of the association.

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

Subcommittee means a subcommittee established under clause 25.

The Act means the *Associations Incorporation Act 2009*.

The Regulation means the *Associations Incorporation Regulation 2022.*

(2) In this constitution:

(a) a reference to a function includes reference to a power, authority or duty, and

(b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

Part 2 Name & Objects

2 Name

The name of the Association shall be **The Tropical Fruits Incorporated** (referred to in this constitution as 'the Association').

3 Objects

(1) To promote friendship, respect, acceptance and understanding within the lesbian, gay, bisexual, transgender, intersex and queer (LGBTIQ) community and of the

LGBTIQ community within the Northern Rivers region in which members can enjoy all the benefits of the association without any political affiliation,

(2) To be a not-for profit, charitable organisation,

(3) To support any other organisations and institutions charitable at law who share the objects of the association,

(4) To assist in overcoming the isolation of LGBTIQ members,

(5) To relay appropriate information through a regular newsletter,

(6) To hold regular events and activities to achieve the objects of the association,

(7) To promote the social development of LGBTIQ community in the Northern Rivers region,

(8) To assist members of the LGBTIQ community in the Northern Rivers region through community disbursements.

(9) The Tropical Fruits Inc. acknowledges that this organisation operates on the land of the Widjabul-Wiabal Peoples of the Bundjalung Nation.

(10) A First Nations LGBTIQ Subcommittee shall guide the Tropical Fruits Committee with regards to ensuring that respect is always given to First Nations perspectives.

Part 3 Membership

4 Membership Qualifications

An individual is qualified to be a member of the association if, but only if that person:

(a) has been nominated for membership of the association as provided by **clause 5**, and

(b) is over the age of eighteen years, and

(c) has been approved for membership of the association by the committee of the association.

5 Nomination for membership

(1) A nomination for membership of the association:

(a) must be made by a member of the association in writing in the form set out from time to time by the committee of the association, and

(b) shall be lodged with the secretary of the association.

(2) The committee may determine that a nomination may be made or lodged by email or other electronic means.

(3) As soon as possible after receiving a nomination for membership, the secretary shall refer the nomination to the committee which shall determine whether to approve or reject the nomination.

(4) As soon as practicable after the committee makes the determination, the secretary must:

(a) notify the nominee, in writing, that the committee approved or rejected the nomination (whichever is applicable), and

(b) if the committee approved the nomination, request the nominee to pay (within the period of **28 days** after receipt by the nominee of the notification) the sum payable (determined by the Association at a general meeting) by a member as entrance fee and annual subscription,

(c) Membership fees shall fall due the following year, on the last day of the month in which the membership was approved by the committee. Fees will be reviewed annually at the discretion of the committee.

(5) The secretary must, on payment by the nominee of the amounts referred to in **clause 5(b)** within the period referred to in that provision, enter the nominee's name in the register of members and on the name being so entered, the nominee becomes a member of the association.

6 Lifetime Membership

The committee may, from time to time, award a lifetime membership to a person in recognition of outstanding achievements in the work of the association, at a rate determined by the committee. Such membership gives no more or less rights than any annual member.

7 Associate Membership

(1) Organisations and businesses may apply to the association to become associate members.

(2) Application for associate membership must be:

(a) made in writing, stating that the applicant understands and concurs with the Objects (**clause 3**) of the association, and

(b) must be lodged with the secretary of the association.

(3) As soon as practicable after receiving an application for Associate Membership, the secretary must refer the application to the committee which is determine whether to approve or reject the application.

(4) As soon as practicable after the committee makes that determination, the secretary must:

(a) notify the applicant, in writing, that the committee approved or rejected the application (whichever is applicable), and

(b) if the committee approved the nomination, request the applicant to pay (within a period of **28 days** after receipt by the applicant of the notification) a sum determined by the committee as payable by the associate member as entrance fee and annual subscription.

(5) Associate members do not have a right to vote in general meetings of the association, and do not possess the privilege of access to discounts to goods or services, provided to individual members. Associate members will be provided with the association's newsletter.

8 Cessation of membership

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

(a) Dies,

(b) resigns that membership, or

(c) is expelled from the association, or

(d) fails to pay the annual subscription fee payable under clause 12(2) within 3 months of the due date.

9 Membership entitlements not transferable

(1) A right, privilege or obligation which a person has by reason of being a member of the association:

(a) is not capable of being transferred or transmitted to another person,

(b) terminates upon cessation of the person's membership.

10 Resignation of membership

(1) A member of the association is not entitled to resign that membership except in accordance with this clause.

(2) A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from

membership of the association by first giving notice (being not less than one month or not less than such other period as the committee may determine) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

(3) When a member of the association ceases to be a member pursuant to sub-clause (2), and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of the members recording the date on which the member ceases to be a member.

11 Register of members

(1) The secretary must establish and maintain a register of members of the association

(2) The register:

(a) may be in written or electronic form, and

(b) must include, for each member:

(i) the member's full name, and
(ii) a residential, postal or email address, and
(iii) the date on which the person became a member, and
(iv) if the person ceases to be a member – the date on which the person ceased to be a member, and

(c) must be kept in New South Wales:

(i) at the association's main premises, or
(ii) if the association has no premises – at the association's official address,

(d) must be available for inspection, free of charge, by members at a reasonable time,

(3) if kept in electronic form – must be able to be converted to hard copy. If the register is kept in electronic form, the requirements in subclause (2)(c) and (d) apply as if a reference to the register is a reference to a current hard copy of the register.

12 Fees and subscriptions

(1) The entrance fee to be paid to the association by a person whose nomination to be a member of the association has been approved is:

(a) $1, or

(b) another amount determined by the committee.

(2) A member must pay to the association an annual subscription fee of $1, or another amount determined by the committee, for each succeeding year based

on the anniversary month in which their membership falls due.

13 Members' liabilities

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 in respect of membership of the association as required by **Clause 12**.

14 Discipline of members

(1) A complaint may be made to the committee by any person that a member of the association:

(a) has refused or neglected to comply with a provision or provisions of this constitution, or

(b) has willfully acted in a manner prejudicial to the interest of the association, or

(c) has persistently refused or neglected to comply with the association's Code of Conduct.

(2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

(3) If the committee decides to deal with the complaint, the committee:

(a) must cause notice of the complaint to be served on the member concerned, and

(b) must give the member at least **14 days** from the time the notice is served within which to make submissions to the committee in connection with the complaint.

(4) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or the suspension is warranted in the circumstances.

(5) If the committee expels or suspends a member, the secretary must, within **7 days** after the action is taken, cause written notice to be given 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 **clause 15**.

(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 exercise the right of appeal, unless and until the association confirms the resolution under **clause 15(5)**,

whichever is the later.

15 Right of appeal of disciplined member

(1) A member may appeal to the association in general meeting against a resolution of the committee under Clause 14, within **7 days** after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

(2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

(3) On receipt of a notice from a member under subclause (1), the secretary must notify the committee which is to convene a general meeting of the association to be held within **28 days** after the date on which the secretary received the notice.

(4) At a general meeting of the association convened under subclause (3):

(a) no business other than the question of the appeal is to be transacted, and

(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.

(5) The is to be determined by a simple majority of votes cast by the members of the association.

16 Resolution of internal disputes

(1) Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.

(2) At least **7 days** before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

Part 4 The Committee

17 Powers of the Committee

(1) The committee, subject to the Act, the Regulation and this Constitution and to any resolution passed by the association in general meeting:

(a) is to control and manage the affairs of the association,

(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.

18 Constitution and membership

(1) The committee must have nine (9) members, as elected in accordance with clause 19, consisting of:

(a) the following office-bearers:

1. the chairperson,
2. the secretary,
3. the treasuer,
4. the event coordinator, and

(b) five (5) ordinary committee members.

(2) Each member of the committee shall, subject to this Constitution, hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.

(3) 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 shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

19 Election of members

(1) Nominations of candidates for election as office bearers or as ordinary committee members

(a) must be made in writing, signed by **two (2)** 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) shall be delivered to the secretary of the association not less than **seven (7) days** before the date fixed for the holding of the Annual General Meeting at which the election is to take place.

(2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the committee shall be deemed to be casual vacancies.

(4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

(5) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.

(6) The ballot for the election of office-bearers and ordinary committee members shall be conducted at the Annual General Meeting in such usual and proper manner as the committee may direct.

(7) A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for election to another office at the same election.

20 Secretary

(1) The secretary of the association shall, as soon as practicable after being appointed as secretary, lodge notice with the association of their address.

(2) It is the duty of the secretary to keep minutes of:

(a) all appointments of office-bearers and ordinary committee members,

(b) all names of members of the committee present at a committee meeting or general meeting, and

(c) all proceedings at committee meetings and general meetings.

(3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

21 Treasurer

It is the duty of the treasurer of the association to ensure that:

(a) all money due to the association is collected and received and that all payments authorised by the association are made,

(b) that correct books and accounts are kept showing the financial affairs of the

association including full details of all receipts and expenditure connected with the activities of the association. These records shall be available for inspection by any financial member.

22 Casual vacancies

A casual vacancy in the office of a committee member occurs if the member:

(a) dies, or

(b) ceases to be a member of the association, or

(c) resigns from office by written notice given to the secretary, or

(d) is absent from 3 consecutive meetings of the committee without the consent of the committee, or

(e) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or

(f) is prohibited from being a director of a company under the *Corporations Act 2001* of the Commonwealth, Part 2D.6, or

(g) is convicted of an offence involving fraud or dishonesty for which the maximum penalty is imprisonment for at least 3 months, or

(h) becomes a mentally incapacitated person.

23 Removal of member

(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.

(2) Where a member of the committee to whom a proposed resolution referred to in **clause 23(1)** relates makes representations in writing to the secretary or chairperson (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or chairperson may send a copy of the representations to each member of the association or, if they 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 Meetings and quorum

(1) The committee shall meet at least **three (3)** times in each period of **twelve (12)** months at such time and place as the committee shall determine.

(2) Additional meetings of the committee may be convened by the chairperson or by any member of the committee.

(3) Oral or written notice of a meeting of the committee shall be given by the secretary

to each member of the committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.

(4) Notice of a meeting under **clause 24(3)** shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting agree to be treated as urgent business.

(5) Any **five (5)** members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

(6) No business is to be transacted by the committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.

(7) If at the adjourned meeting a quorum is not present with half hour of the time appointed for the meeting, the meeting shall be dissolved.

(8) At a meeting of the committee:

(a) the chairperson, shall preside, or

(b) if the chairperson is absent or unwilling to act such one of the remaining members of the committee as may be chosen by the members present at the meeting shall preside.

25 Delegation by committee to subcommittee

(1) The committee may delegate to one or more subcommittees (consisting of such member or members of the association as the subcommittee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:

(a) this power of delegation, and

(b) a function which is imposed on the committee by the Act or by any other law.

(2) A function which has been delegated to a subcommittee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.

(3) A delegation under this clause may be made subject to such conditions or limitations as to exercise any function to subject thereof, or as to time or circumstances, as may be specified in the instrument of the delegation.

(4) Notwithstanding any delegation under this clause, the committee may continue to exercise any function delegated.

(5) Any act or thing done or suffered by subcommittee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.

(6) The committee may revoke wholly or in part any delegation under this clause.

(7) A subcommittee may meet and adjourn as it thinks proper.

25A Delegation by committee to subcommittee

The finance subcommittee may be appointed by the committee. Its primary role is to provide advice and recommendations to the committee on all financial aspects of the associations operation. The finance subcommittee must include the Treasurer, the bookkeeper of the association, and two other members of the association.

26 Voting and decisions

(1) Questions arising at a meeting of the committee or of any subcommittee appointed by the committee shall be determined by a majority of the votes of the members of the committee or subcommittee present at the meeting.

(2) Each member present at a meeting of the committee or of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to one vote, but in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(3) Subject to **Clause 24(5)**, the committee may act notwithstanding any vacancy on the committee.

(4) Any act of thing done or suffered, or purporting to have been done or suffered, by the committee or a subcommittee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or subcommittee.

26A Transaction of business outside meetings or by telephone or other means

(1) The committee may transact its business by the circulation of papers, including by electronic means, among all committee members.

(2) If the committee transacts business by the circulation of papers, a written resolution, approved in writing by a majority of committee members, is taken to be a decision of the committee made at a meeting of the committee.

(3) The committee may transact its business at a meeting at which 1 or more committee members participate by telephone or other electronic means,

provided a member who speaks on a matter can be heard by the other members.

(4) A resolution approved under subclause (2) must be recorded in the minutes of the meetings of the committee.

Part 5 General Meetings

27 Annual general meetings – holding of

(1) With the exception of the first Annual General Meeting of the association, the association shall, at least once in each calendar year and within the period of **six (6) months** after the expiration of each financial year of the association, convene

(2) The association shall hold its first Annual General Meeting:

(a) within the period of **18 months** after its incorporation under the Act, and

(b) within the period of **two (2) months** after the expiration of the first financial year of the association.

28 Annual general meetings – calling of and business at

(1) The Annual General Meeting of the association shall, subject to the Act and to **Clause 27**, be convened on such date and at such time and place as the committee thinks fit.

(2) 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 upon the activities of the association during the last preceding financial year,

(c) to elect office bearers and ordinary committee members, and

(d) to receive and consider the statement which is required to be submitted to members pursuant to Section 26 (6) of the Act.

(3) An Annual General Meeting shall be specified as such in the notice convening it.

29 Special general meetings – calling of

(1) The committee may, whenever it thinks fit, convene a Special General Meeting of the association.

(2) The committee shall, on the requisition in writing of not less than five (5) per cent of the total number of members, convene a Special General Meeting of the

association.

(3) A requisition of members for a Special General Meeting:

(a) must state the purpose or purposes of the meeting,

(b) must be signed by the members making the requisition,

(c) must be lodged with the secretary,

(d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition, and

(e) may be in electronic form and signed and lodged by electronic means.

(4) If the committee fails to convene a Special General Meeting to be held within one month after the 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 (3) months** after that date.

(5) A Special General Meeting convened by a member or members as referred to in subclause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and nay member who thereby incurs expense is entitled to be reimbursed by the association for any expense so incurred.

30 Notice

(1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least **14 days** before the date fixed for the holding of the general meeting, give 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.

(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 shall, at least **21 days** before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in subclause (1) specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.

(3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to **clause 25(2)**.

(4) Any 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 Procedure

(1) No item of business shall 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.

(2) **Five (5)** members present in person (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.

(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 upon the requisition of members it to be dissolved, and

(b) in any other case shall be adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being no less than **three (3)**) shall constitute a quorum.

32 Presiding member

(1) The chairperson shall preside at each general meeting of the association.

(2) If the chairperson is absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

33 Adjournment

(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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) Where a general meeting is adjourned for **14 days** or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in subclause (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

34 Making of decisions

(1) A question arising at a general meeting of the association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular major or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(2) At a general meeting of the association, a written ballot may be demanded by the chairperson or by not less than three members in person or by proxy at the meeting.

(3) If the written ballot is demanded at a general meeting, the poll shall be taken:

(a) Immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or

(b) In any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

34A Postal or electronic ballots

(1) The association may hold a postal or electronic ballot, as determined by the committee, to decide any matter other than an appear under clause 15.

(2) The ballot must be conducted in accordance with Schedule 2 of the Regulation.

35 Special Resolution

A resolution of the association is a special resolution if:

(1) it is passed by a majority which comprises not less than **three-quarters** of such members of the association as, being entitled under this constitution to do so, vote

in person or by proxy at a general meeting of which not less than **21 days'** written notice specifying the intention to propose the resolution as a special resolution was given in accordance with this constitution, or

(2) where is it made to appear to the Commissioner that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (1) if the resolution is passed in a manner specified by the Commission.

36 Voting

(1) On any question arising at a general meeting of the association a member has **one (1)** vote only.

(2) All votes shall be given personally or by proxy but no member may hold more than **five (5)** proxies.

(3) In the case of an equality of votes on a question at a general meeting, the chairperson at the meeting is entitled to exercise a second or casting vote.

(4) A member or proxy is not entitled to vote at any general meeting of the association if:

(a) the member of proxy has not paid any money due and payable by the member or proxy to the association, including the annual subscription fee payable in respect of the then current.

37 Appointment of proxies

(1) Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than **24 hours** before the time of the meeting in respect of which the proxy is appointed.

(2) The notice appointing the proxy shall be in the form set out from time to time by the committee.

Part 6 Miscellaneous

38 Public Officer

(1) The committee shall ensure that a person is appointed as Public Officer.

(2) The committee may at any time remove the Public Officer and appoint a new Public Officer provide the person appointed is 18 years of age or older and a resident of New South Wales.

(3) The Public Officer shall be deemed to have vacated their position in the following circumstances:

(a) death

(b) resignation

(c) removal by the committee or at a general meeting

(d) bankruptcy or financial insolvency

(e) mental illness

(f) residency outside New South Wales

(4) When a vacancy occurs in the position of Public Officer the committee shall within 14 days notify the Office of Fair Trading by the prescribed form and appoint a new Public Officer.

(5) The Public Officer is required to notify the Office of Fair Trading by the prescribed form in the following circumstances:

(a) appointment (within 14 days)

(b) a change of residential address (within 14 days)

(c) a change in the association's objects or constitution(within one month)

(d) a change in the membership of the committee (within 14 days)

(e) of the association's financial affairs (within one month after the Annual General Meeting)

(f) a change in the association's name (within one month)

(6) The Public Officer may be an office bearer or any other person regarded as suitable for the position by the committee.

(7) The Public Officer shall keep a register of members of the committee which must:

(a) contain the name and residential address of each committee member and the date on which they became a member of the committee,

(b) be updated within one month of any change taking place, and

(c) be made available for inspection by any person, at all reasonable hours and free of charge.

39 Insurance

The association may effect and maintain insurance which may be required by law or regarded as necessary by the association.

40 Funds – Source

(1) The funds of the association shall be derived from the fees of members, donations, granted, event revenue and such other sources approved by the association, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.

(2) All moneys received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account.

(3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

41 Funds – Management

(1) Subject to any resolution passed by the association in general meeting, the funds of the association shall be used in pursuance of the objects of the association in such manner as the committee determines.

(2) All cheques, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the committee or employees of the association, being members or employees 22uthorized to do so by the committee.

42 Common Seal

(1) The Common Seal of the association shall be kept in the custody of the Public Officer.

(2) The Common Seal must not be affixed to any instrument except by authority of the committee and the affixing of the Common Seal must be attested by the signatures either of two (2) members of the committee or of one (1) member of the committee and of the Public Officer or secretary.

43 Alteration of Objects and Constituion

The statement of objects and this constitution may be altered, rescinded or added to only by a special resolution of the association.

44 Custody of Books

All records, books and other documents relating to the association are to be kept at the association's principle premise and are to be under the control of the Public officer of his/her delegate as so authorised by the committee.

45 Inspection of Books

The records, books and other documents of the association must be open to

inspection, free of charge, by a member of the association at any reasonable hour. A member may inspect a document in hard copy or in electronic form, if available.

46 Service of Notices

(1) For the purpose of this constitution, a notice may be served on or given to a person:

(a) by delivering it to the person personally, or

(b) by sending it by pre-paid post to the address of the person, or

(c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

(2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

(a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and

(b) in the case of a notice send by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and

(c) in the case of a notice sent by facsimile or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

(3) No public statement shall be issued on behalf of the association except by approval of the committee or their delegate.

47 Service of Documents

Service of documents on the association is effected by serving them on the Public Officer or by serving them personally on two members of the committee.

48 Winding Up – Surplus Property

(1) In the event of the association being dissolved, the surplus property of the association shall be transferred to another organisation with similar objects and which is not carried on for the profit or gain of the members of the association.

(2) In this clause:

surplus property has the same meaning as in the Act, section 65.

49 Payment etc of Office Bearers and Members

(1) A committee member shall not be appointed to any salaried office of the association paid by fees, and

(2) No remuneration or other benefit in money or monies worth shall be given by the association to any committee member except repayment of out-of-pocket expenses, upon presentation of a receipt for up to a maximum of $25, unless prior approval for the outlay has been obtained from the committee.

(3) The association is required by its constitution to apply its profits and other income to the promotion of its objects or to purposes provided for by law, and is prohibited from paying dividends, or distributing its profits or income to its shareholders or members.

50 Financial Reporting Adjustment

The financial year of the association is each period of 12 months commencing on 1 October and ending on the following 30 September.

51 Assets and Income

The assets and income of the association shall be applied solely in furtherance of its above mentioned objects and no portion shall be distributed directly or indirectly to the members of the association except as bona fide compensation for services rendered or expenses incurred on behalf of the association.

52 Signing of Cheques

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two (2) members of the committee or employees of the association, being members or employees authorised to do so by the committee.

53 Appointment of staff

Staff shall be appointed by the committee for such term, at such remuneration and upon such conditions as it thinks fit, and any staff person so appointed may be removed by the committee, after due process pertaining to the relevant award that said staff person was employed under.