

**ConstitutionConstitution of the Australian Intercollegiate Meat Judging
AssociationAssociation**

Under the *AssociationAssociations Incorporation Act 2009* [\(NSW\)](#)



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Part 1. - Preliminary

1. ~~4.~~ Definitions

1.1. ~~(1)~~—In this ~~constitution~~Constitution:

~~Act~~ means the ~~Association~~Associations Incorporation Act 2009 (NSW).

~~Annual Subscription~~Annual Subscription means the fee payable by Members of the Association on an annual basis as set by the Committee.

~~Application for Membership~~Membership includes application for readmission to ~~membership~~Membership.

~~Association~~Association means Australian Intercollegiate Meat Judging ~~Association~~Association Incorporated.

~~Body~~ means, where the context reasonably ~~allows, admits~~ a club, ~~a~~Agricultural or other ~~s~~Society or ~~Association~~aAssociation, ~~Company~~, ~~e~~Educational ~~i~~Institution or ~~g~~Groups of persons.

~~Committee~~ means the Management Committee of the Association.

~~Committee Member or Member of the Committee~~ means a member of the Committee, and in Part 3 and where the context so admits, shall be deemed to include the Office-Bearers.

~~Constitution~~Constitution means the ~~Constitution~~Constitution for the ~~name~~ time being of the ~~Association~~Association.

~~Eligible Charity~~ means a fund, authority or institution:

- (a) if required by the Tax Act, which has objects similar to the objects of the Association;
- (b) whose rules prohibit the distribution of its income among its members; and
- (c) that is eligible for tax deductibility of donations under subdivision 30-B, and sections 30.40(1) or 30.65 of the Tax Act.

~~Entrance Fee~~ means the fee payable for new Members of the Association as set by the Committee.

~~General Meeting~~General~~GENERAL MEETING~~Meeting means a ~~general meeting~~GENERAL MEETING General Meeting of Members convened in accordance with Part 4.

~~Financial Member~~ means a member of the association who shall not be in the default in the payment of their annual subscription or any fees or other monies payable by them in accordance with the constitutions. ~~Unfinancial shall give the opposite meaning.~~

~~Corporation Member~~ means a member that is a body incorporated under the provisions of Corporations Law or by statute.

~~**Life Member**~~ means the member who has been admitted to the Association as a member for life, whether upon payment of a subscription or without payment of a subscription as may be determined by the members from time to time.

~~**Student Member**~~ means a natural person who is enrolled in an educational institution and shall not have voting rights of a member

~~**Member**~~**Member** means a natural person or nominated representative of a Body who has been admitted as an ordinary or life member of the association and where the context allows otherwise so admits, will shall include a person admitted to any other category of membership specified in clause 4.4.

~~**Membership Application Form**~~ means an application made by a person or a Member of the Association in writing in the form set out in Appendix 1 or a membership application in any other form approved by the Committee from time to time, and the word "member" where the context so admits, shall mean and include persons who have been admitted to any category of membership.

~~**Member of the Committee**~~**Committee** in rule 24, where the context so admits, shall be deemed to include the office bearers.

Office means the office of the association and shall be a place as determined from time to time of which where records of the association are to be kept.

~~**Office Bearers**~~ means the President, Vice President, Treasurer and Secretary for the time being of the association.

~~**Ordinary Committee Member**~~ means a Member of the Committee who is not an office-bearer of the Association.

~~**Period of Membership**~~**Membership** in relation to a member, denotes twelve (12) months terminating at midnight on the 31st day of March each year for which such member is for the time being elected for membership of the association or such portion of that term during which their membership continues

Person where the context reasonably permits, includes an individual, a firm or partnership, a company or corporation, or any other legal entity.

~~**Register of Members**~~ means the register of the Association's Members established and maintained in accordance with the Act.

~~**Regulation**~~ means the Association's Incorporation Regulation 2010 (NSW).

~~**Regulations**~~ mean the regulation made by the committee with the approval of the members pursuant to the constitution and from time to time in force.

~~**Rule**~~ means a provision of the constitution and where the context so admits, includes a paragraph or sub paragraph thereof.

~~**Director-General**~~ means the Director-General of the Department of Services, Technology and Administration.

~~Ordinary committee~~Committee member~~Member~~ means a member~~Member~~ of the ~~committee~~Committee who is not an office-bearer of the ~~association~~Association.

~~Secretary~~Secretary means:

- (a) ~~(a)~~ — the person holding office under this ~~C~~constitution as ~~secretary~~Secretary of the ~~association~~Association; or
- (b) ~~(b)~~ — if no such person holds that office - the ~~P~~public ~~O~~fficer of the ~~association~~Association.

~~Special~~ ~~G~~eneral ~~M~~meeting means a ~~general~~ ~~meeting~~GENERAL MEETINGGeneral Meeting of the ~~association~~Association other than an ~~A~~nnual ~~G~~eneral ~~M~~meeting.

~~Special Resolution~~ is a ~~r~~Resolution passed by a majority which comprises not less than seventy-five percent of such ~~member~~Members of the ~~association~~Association as vote ~~in person or by proxy~~ at ~~G~~eneral ~~m~~Meeting of which not less than twenty-one (21) days written notice specifying the intention to propose the resolution as a Special Resolution was given in accordance with this ~~Constitution~~Constitution.

~~Tax Act~~ means the ~~Income Tax Assessment Act 1997~~ (Cth).

~~1.2.~~

~~1.3.~~ ~~The Act~~ means the ~~Associations Incorporation Act 2009~~.

~~1.4.~~ ~~The Regulation~~ means the ~~Associations Incorporation Regulation 2010~~.

~~1.5-1.2.~~ ~~(2)~~ — In this ~~constitution~~Constitution:

~~(a)~~ ~~(a)~~ — a reference to a function includes a reference to a power, authority and duty; and

~~(a)~~

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

~~1.3.~~ ~~(3)~~ — The provisions of the ~~Interpretation Act 1987~~ (~~NSW~~) apply to and in respect of this ~~constitution~~Constitution in the same manner as those provisions would so apply if this ~~e~~ConstitutionConstitution were an instrument made under the Act.

~~2.~~

2. ~~2-~~ Objects of Association

2.1. ~~(1)~~ The principal objects of the Association are to:-

~~(e)~~ expose students to the fundamentals of meat quality;

~~(c)~~ _____

~~(e)~~ teach carcass specifications required in today's market;

~~(d)~~ _____

~~(e)~~ provide training and guidance for personal development;

~~(e)~~ _____

~~(f)~~ create opportunities for students to apply their knowledge in practical setting;

~~(f)~~ _____

~~(g)~~ raise awareness of career opportunities and create linkages with future employers;

~~(g)~~ _____

~~(h)~~ expose students to the requirements of the consumer;

~~(h)~~ _____

~~(i)~~ expose students to new technologies and capabilities within the meat industry;

~~(j)~~ educating students on Australia's position within the global meat supply chain;

~~(i)~~ _____

~~(j)~~ acquire and own property;

~~(k)~~ _____

~~(k)~~ establish and administer one or more funds into which all gifts, donations and bequests to the Association for the purposes of the Association will be credited; and

~~(l)~~ _____

~~(m)~~ provide or attract funds for the facilitation of any of the objects especially for the conduct of public programs including education and community programs;

To encourage and promote and generally to create greater community awareness in the knowledge and understanding of the objects of the Association;

(i) - and

(ii) to do all such other things as are incidental or conducive to the attainment of the objects and aims of the Association and its ~~Member~~Members.

The objects of the Association will be pursued principally in Australia.

~~2.1.~~

2.2. The objects of the ~~Association~~Association shall not be carried on for the purposes of profit or gain to its individual ~~Member~~Members and the income and property of the ~~Association~~Association, from whatever source derived, shall be applied solely towards the promotion of the objects of the ~~Association~~Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the ~~Member~~Members of the ~~Association~~Association.

2.3. Nothing contained in this clause 2 shall prevent the payment, in good faith, of remuneration to any officers or servants of the Association or to any Member in return for services to the Association or for goods supplied to the Association, nor prevent the payment of interest at a rate fixed by the Committee on money borrowed from any Member or reasonable rent for premises let by any Member to the Association.

3. ~~5.~~ Powers of Association

3.1. Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects or purposes and, in particular, may –

(a) acquire, hold and dispose of real or personal property;

(b) open and operate accounts with financial institutions;

(c) invest its money in any security in which trust monies may lawfully be invested;

(d) raise and borrow money on the terms and in the manner it considers appropriate;

(e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;

(f) appoint agents to transact business on its behalf; and

(g) enter into any other contract it considers necessary or desirable.

3.2. This Constitution binds every member and the Association to the same extent as if every member and the Association had signed and sealed this Constitution and agreed to be bound by it.

3.3. If there is any inconsistency between this Constitution and the Act, the Act prevails.

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Part 2. - **Membership**

3.4. 2. Membership generally

~~3.1.4.1.~~ (1) — A person is eligible to be a **member** of the **association** if:

(a) ~~(a)~~ — the person is a natural person and is over eighteen (18) years of age;

(b) ~~(b)~~ the person is a natural person under eighteen (18) years of age but is a current student of a recognised educational institution;

~~(a)~~(c) ~~(b)~~ or an incorporated entity; and

~~(b)~~(d) ~~(b)~~ — the person has been nominated and has been approved for membership of the **Association** in accordance with this clause 43.

~~3.2.4.2.~~ (2) — A person is taken to be a **member** of the **association** if:

(a) ~~(a)~~ — the person is a natural person, and

(b) ~~(b)~~ — the person was:

(i) ~~(i)~~ — in the case of an unincorporated body that is registered as the **association** - a **member** of that unincorporated body immediately before the registration of the **association**, or

(ii) ~~(ii)~~ — in the case of an **association** that is amalgamated to form the relevant **association** - a **member** of that other **association** immediately before the amalgamation; or

(iii) ~~(iii)~~ — in the case of a registrable corporation that is registered as an **association** - a **member** of the registrable corporation immediately before that entity was registered as an **association**.

~~(3)~~ — A person is taken to be a **member** of the **association** if the person was one of the individuals on whose behalf an application for registration of the **association** under section 6-(1)-(a) of the Act was made.

~~4.3.~~ (4) ~~T~~

~~3.3.~~ There are four (4) categories of membership, and a member will be a Member of one of the following categories of Membership, on approval of the committee:

4.4. _____

~~(a) Financial Members – a member of the association who shall not be in the default in the payment of their Annual Subscription or any fees or other monies payable by them in accordance with the constitution of a member of the association etc... [insert definition from above]~~

~~(a) _____~~

~~(a) _____ (b) Corporate Members – a member that is a Body incorporated under the provisions of the Corporations Law or by any other Australian statute.~~

~~(b) _____~~

~~_____ [insert definition]~~

~~(b) (c) Life Members – a member who has been admitted as a member of the Association as a Member for the term of their life, and a Life Member may or may not pay an Annual Subscription in accordance as determined by Members from time to time.~~

~~(c) _____~~

~~_____ [insert definition]~~

~~(d) (d) Student Members – a member under the age of eighteen (18) years but who is a current student of a recognised educational institution but who will not have voting rights in accordance with clause 38.438.4. [insert definition]~~

~~4.5. (5) Unless the context otherwise indicates (and specifically noting student members have no voting rights), all references in this Constitution to memberMembers includes any person admitted to any category of membershipMembership.~~

4.5. 3- ApplicationNomination for Mmembership

~~4.1-5.1. (1) _____ An application nomination of a person for membershipMembership of the associationAssociation must be:~~

~~(a) (a) must be made by in writing using a Membership Application Form a member of the association in writing in the form set out in Appendix 1 to this constitutionConstitution, and~~

~~(b) (b) must be lodged with the Ssecretary of the Aassociation.~~

~~4.2-5.2. (2) _____ As soon as practicable after receiving an nomination Application for Mmembership, the Ssecretary must refer the nominationapplication to the Ccommittee which is toand the CommitteeCommittee will determine whether to approve or to reject the nominationapplication.~~

~~4.3-5.3.~~ ~~(3)~~ —As soon as practicable after the ~~C~~committee makes ~~a~~that determination of ~~Membership~~Membership, the ~~S~~ecretary must:

- (a) ~~(a)~~ —provide a notification to~~otify~~ the ~~applicant~~nominee, in writing, that the ~~committee~~Committee approved or rejected the ~~application~~nomination (whichever is applicable);~~i~~ and
- (b) ~~(b)~~ —if the ~~committee~~Committee approved the ~~application~~nomination, request the ~~applicant~~nominee to pay (within ~~the a~~ period of ~~twenty-eight (28) days after receipt by the nominee of~~after the notification) ~~any the sum payable under this constitution by a member as~~ Entrance Fee and / or a~~n~~Annual ~~S~~ubscription.

~~5.4.~~ ~~(4)~~ —A decision to reject an application is a final decision and the ~~Committee~~Committee may provide the applicant with reasons as to its decision to reject an application.

~~4.4-5.5.~~ ~~(5)~~ —The ~~S~~ecretary must, on payment ~~by the nominee of the amounts referred to in subclause of any Entrance Fee and/or~~ Annual SubscriptionAnnual Subscription referred to in clause ~~5.3(b)~~ ~~(3)~~ ~~(b)~~, within the period referred to in that provision, enter or cause to be entered the ~~nominee's~~ applicant's name in the ~~R~~egister of ~~M~~embers and, on the ~~applicant's~~ name being ~~so~~ entered ~~in the Register of~~ MemberMembers, the ~~nominee~~ applicant will become a ~~M~~ember of the ~~A~~ssociation.

5-6.

4. Cessation of ~~membership~~ Membership

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

- (a) ~~(a)~~ being a natural person, dies, or
- (b) ~~(b)~~ resigns ~~membership~~ Membership, or
- (c) ~~(c)~~ is expelled from the ~~A~~ association, or
- (d) becomes a bankrupt or becomes insolvent under administration within the meaning of the *Corporations Act 2001* (Cth), or
- (e) becomes a mentally incapacitated person, or
- (f) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three (3) months or is convicted of a serious indictable offence, or
- (d)(g) ~~(d)~~ fails to pay ~~the an a~~ Annual Subscription ~~Annual Subscription~~ membership fee under clause 8 (2) within three (3) months after of the fee ~~Annual Subscription~~ the fee ~~Annual Subscription~~ the fee being ~~is~~ due.

6-7. 5. Membership ~~entitlements not transferable~~

A right, privilege or obligation which a person has by reason of being a ~~M~~ member of the ~~A~~ association:

- (a) ~~(a)~~ is not capable of being transferred or transmitted to another person, and
- (b) ~~(b)~~ terminates on cessation of the person's ~~M~~ membership.

7-8. 6. Resignation of membership ~~Membership~~

~~7.1-8.1.~~ (1) ~~—~~ A ~~M~~ member of the ~~A~~ association may resign from ~~M~~ membership of the ~~A~~ association by ~~first~~ giving to the ~~S~~ secretary at least one (1) months' ~~written notice of at least one month~~ (or such other period as the ~~committee~~ Committee may determine) of the ~~M~~ member's intention to resign and, on the expiration of the period of notice, the ~~M~~ member ceases to be a ~~M~~ member.

~~7.2-8.2.~~ (2) ~~—~~ If a ~~M~~ member of the ~~A~~ association ceases to be a ~~member~~ Member under ~~clause 8.1~~ subclause (1), and in every other case where a ~~member~~ Member ceases to hold ~~membership~~ Membership, the ~~secretary~~ Secretary must make an appropriate entry in the register of ~~member~~ Members recording the date on which the ~~member~~ Member ceased to be a ~~member~~ Member.

8-9. 7. Register of member ~~Members~~

~~8.1-9.1.~~ (1) ~~—~~ The ~~public officer~~ Secretary Secretary of the ~~A~~ association must establish and maintain a ~~R~~ register of ~~member~~ Members of the ~~association~~ Association specifying the name and postal or residential address of each person who is a ~~member~~ Member of the ~~association~~ Association together with the date on which the person became a ~~member~~ Member.

~~8.2-9.2.~~ (2) ~~—~~ The register of ~~member~~ Members must be kept in New South Wales:

- (a) ~~(a)~~ _____ at the main premises of the ~~association~~Association, or
- (b) ~~(b)~~ _____ if the ~~association~~Association has no premises, at the ~~association~~Association's ~~registered official~~ address.

~~8.3.9.3.~~ ~~(3)~~ _____ The register of ~~member~~Members must be open for inspection, free of charge, by any ~~member~~Member of the ~~association~~Association at any reasonable hour.

~~8.4.9.4.~~ ~~(4)~~ _____ A ~~member~~Member of the ~~association~~Association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.

~~8.5.9.5.~~ ~~(5)~~ _____ If a ~~member~~Member requests that any information contained on the register about the ~~member~~Member (other than the ~~member~~Member's name) not be available for inspection, ~~—~~that information must not be made available for inspection.

~~8.6.9.6.~~ ~~(6)~~ _____ A ~~member~~Member must not use information about a person obtained from the register to contact or send material to the person, other than for:

- (a) ~~(a)~~ _____ the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the ~~association~~Association or other material relating to the ~~association~~Association, or
- (b) ~~(b)~~ _____ any other purpose necessary to comply with a requirement of the Act or the Regulations.

9-10.8. Fees and subscriptions

~~10.1.~~ ~~(1)~~ _____ A ~~member~~Member of the ~~association~~Association must:

(a) ~~—~~ on admission to ~~membership~~Membership, pay to the ~~association~~Association ~~a initial joining fee of \$20 [Do students and corporate memberMembers also pay this fee? What about life memberMembers — or do they all come from existing memberMembers anyway] or, if some other amount is determined by the committee~~Committee, ~~that other amount.~~an Entrance Fee; and

~~(b) pay to the Association an (2) _____ The _____ following~~An ~~Annual Subscription, annual membership~~Membership fees will also be payable:

~~and (a) of \$20 for all memberMembers except student memberMembers; and~~

~~(b) \$5 for all student memberMembers?, will also be payable each subsequent year:~~

~~(a) — except as provided by paragraph (b), such fees being~~must be ~~payable~~paid before the first of ~~July~~April in each calendar year, or,

~~(b) — if the memberMember first becomes a memberMember on or after first of July~~April in any calendar year, ~~— immediately~~ on becoming a ~~memberMember~~ and ~~then subsequently~~ before the first of ~~July~~April in each succeeding calendar year.

~~9.4.10.2. (3) Life Members do not have to pay the Entrance Fee or the Annual Subscription. There is no annual membership fee for life memberMembers (Is this right?)~~

~~10.11.~~ **9. MemberMembers' liabilities**

The liability of a ~~memberMember~~ of the ~~associationAssociation~~ to contribute towards the payment of the debts and liabilities of the ~~associationAssociation~~ or the costs, charges and expenses of the winding up of the ~~associationAssociation~~ is limited to the amount, if any, unpaid by the ~~memberMember~~ in respect of ~~membershipMembership~~ of the ~~associationAssociation~~ as required by clause ~~108-8~~.

~~11.12.~~ **10. Resolution of disputes**

~~11.1.12.1. (1)~~ — A dispute between a ~~memberMember~~ and another ~~memberMember~~ (in their capacity as ~~memberMembers~~) of the ~~associationAssociation~~, or a dispute between a ~~memberMember~~ or ~~memberMembers~~ and the ~~associationAssociation~~, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983 (NSW)*.

~~11.2.12.2. (2)~~ — If a dispute is not resolved by mediation within ~~three (3)~~ months of the referral to a community justice centre, the dispute is to be referred to arbitration.

~~11.3.12.3. (3)~~ — The *Commercial Arbitration Act 1984 (NSW)* applies to any such dispute referred to arbitration.

~~12.13.~~ **11. Disciplining of memberMembers**

~~12.1.13.1. (1)~~ — A complaint may be made to the ~~committeeCommittee~~ by any person that a ~~memberMember~~ of the ~~associationAssociation~~:

- ~~(a) (a)~~ — has refused or neglected to comply with a provision or provisions of this ~~constitutionConstitution~~, or
- ~~(b) (b)~~ — has wilfully acted in a manner prejudicial to the interests of the ~~associationAssociation~~.

~~12.2.13.2. (2)~~ — The ~~committeeCommittee~~ may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

~~12.3.13.3. (3)~~ — If the ~~committeeCommittee~~ decides to deal with the complaint, the ~~committeeCommittee~~:

- ~~(a) (a)~~ — must cause notice of the complaint to be served on the ~~memberMember~~ concerned, and
- ~~(b) (b)~~ — must give the ~~memberMember~~ at least ~~fourteen (14)~~ days from the time the notice is served within which to make submissions to the ~~committeeCommittee~~ in connection with the complaint, and
- ~~(c) (c)~~ — must take into consideration any submissions made by the ~~memberMember~~ in connection with the complaint.

~~12.4.13.4. (4)~~ — The ~~committeeCommittee~~ may, by resolution, expel the ~~memberMember~~ from the ~~associationAssociation~~ or suspend the ~~memberMember~~ from ~~membershipMembership~~ of the ~~associationAssociation~~ 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.

~~12.5.13.5.~~ (5) ——— If the ~~committee~~Committee expels or suspends a ~~member~~Member, the ~~secretary~~Secretary must, within ~~seven~~ (7) days after the action is taken, cause written notice to be given to the ~~member~~Member of the action taken, of the reasons given by the ~~committee~~Committee for having taken that action and of the ~~member~~Member's right of appeal under clause ~~14.12~~14.

~~12.6.13.6.~~ (6) ——— The expulsion or suspension does not take effect:

- (a) ~~(a)~~ ——— until the expiration of the period within which the ~~member~~Member is entitled to appeal against the resolution concerned, or
- (b) ~~(b)~~ ——— if within that period the ~~member~~Member exercises the right of appeal, unless and until the ~~association~~Association confirms the resolution under ~~this~~ clause ~~1342~~, whichever is the later.

~~13.14.~~ **12. Right of appeal of disciplined ~~member~~Member**

~~13.1.14.1.~~ (1) ——— A ~~member~~Member may appeal to the ~~association~~Association in ~~general meeting~~General Meeting against a resolution of the ~~committee~~Committee under clause ~~1341~~14, within ~~seven~~ (7) days after notice of the resolution is served on the ~~member~~Member, by lodging with the ~~secretary~~Secretary a notice to that effect.

~~13.2.14.2.~~ (2) ——— The notice may, but need not, be accompanied by a statement of the grounds on which the ~~member~~Member intends to reply for the purposes of the appeal.

~~13.3.14.3.~~ (3) ——— On receipt of a notice from a ~~member~~Member under subclause ~~14.1~~(4), the ~~secretary~~Secretary must notify the ~~committee~~Committee which is to convene a ~~general meeting~~GENERAL MEETINGGeneral Meeting of the ~~association~~Association to be held within ~~twenty-eight~~ (28) days after the date on which the ~~secretary~~Secretary received the notice.

~~13.4.14.4.~~ (4) ——— At a ~~general meeting~~GENERAL MEETINGGeneral Meeting of the ~~association~~Association convened under subclause ~~14.3~~(3):

- (a) ~~(a)~~ ——— no business other than the question of the appeal is to be transacted; ~~and~~
- (b) ~~(b)~~ ——— the ~~committee~~Committee and the ~~member~~Member must be given the opportunity to state their respective cases orally or in writing, or both; ~~and~~
- (c) ~~(c)~~ ——— the ~~member~~Members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

~~13.5.14.5.~~ (5) ——— The appeal is to be determined by a simple majority of votes cast by ~~member~~Members of the ~~association~~Association.

Part 3. - The ~~committee~~Committee

~~14.15.~~ 13. Powers of the ~~committee~~Committee

Subject to the Act, the Regulations and this ~~constitution~~Constitution, and to any resolution passed by the ~~association~~Association in ~~G~~General ~~M~~Meeting, the ~~committee~~Committee:

- (a) ~~(a)~~ _____ is to control and manage the affairs of the ~~association~~Association, and
- (b) ~~(b)~~ _____ may exercise all such functions as may be exercised by the ~~association~~Association, other than those functions that are required by this ~~constitution~~Constitution to be exercised by a ~~G~~General ~~M~~Meeting of ~~member~~Members of the ~~association~~Association, and
- (c) ~~(c)~~ _____ has power to perform all such acts and do all such things as appear to the ~~committee~~Committee to be necessary or desirable for the proper management of the affairs of the ~~association~~Association.

~~15.16.~~ 14. Composition and ~~membership~~Membership of ~~committee~~Committee

~~15.1.16.1.~~ (1) _____ The ~~committee~~Committee is to consist of:

- (a) ~~(a)~~ _____ the ~~O~~office-~~B~~bearers of the ~~association~~Association, and
- (b) ~~(b)~~ _____ at least three (3) ~~O~~ordinary ~~committee~~Committee ~~member~~Members, each of whom is to be elected at the ~~Annual General Meeting~~Annual ~~NNUAL GENERAL MEETING~~General Meeting of the ~~association~~Association ~~under clause 15.15.~~

~~15.2.16.2.~~ (2) _____ The total number of ~~committee~~Committee ~~member~~Members is to be no more than 12 ~~twelve (12)~~.

~~15.3.16.3.~~ (3) _____ The ~~O~~office-~~B~~bearers of the ~~association~~Association are as follows:

- ~~(a)~~ (a) _____ the ~~president~~President;
- ~~(a)~~(b) the ~~Vice-President~~;
- ~~(b)~~(c) ~~(b)~~ _____ the ~~treasurer~~Treasurer; and,
- ~~(c)~~(d) ~~(c)~~ _____ the ~~secretary~~Secretary.

16.4. A Committee Member must be a Member who is -aged eighteen (18) years or over.

~~15.4.16.5.~~ (4) _____ A ~~committee~~Committee ~~member~~Member as an Office-Bearer may hold up to two (2) offices. ~~(other than both the president and vice-president offices).~~

~~15.5.16.6.~~ (5) _____ Each ~~member~~Member ~~of the committee~~Committee ~~Member~~ is, subject to this ~~constitution~~Constitution, to hold office for a two (2) year term until the ~~conclusion of the second~~ Annual ~~g~~General ~~M~~Meeting

following the date of the ~~member~~Member's election, but a Committee Member is eligible for re-election.

~~16-17.~~ **15. Election of committeeCommittee memberMembers**

~~16.1-17.1.~~ (1) ———— Nominations of candidates for election as Office-Bearers of the ~~association~~Association or as Ordinary ~~committee~~Committee ~~member~~Members:

(a) ~~(a)~~ ———— must be made in writing, signed by two (2) ~~member~~Members of the ~~association~~Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and

(b) ~~(b)~~ ———— must be delivered to the secretarySecretary of the ~~association~~Association at least seven (7) days before the date fixed for the holding of the ~~Annual General Meeting~~ANNUALAnnual GENERALMEETINGGeneral Meeting ~~annual general meeting~~ at which the election is to take place.

~~16.2-17.2.~~ (2) ———— If insufficient nominations are received to fill all vacancies on the ~~committee~~Committee, the candidates nominated are taken to be elected and further nominations are to be received at the ~~Annual General Meeting~~ANNUALAnnual GENERALMEETINGGeneral Meeting ~~annual general meeting~~.

~~16.3-17.3.~~ (3) ———— If ~~there are~~ insufficient further nominations ~~are~~ received at the Annual General MeetingANNUALAnnual GENERALMEETINGGeneral Meeting, any vacant positions remaining on the ~~committee~~Committee are taken to be casual vacancies.

~~16.4-17.4.~~ (4) ———— If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

~~16.5-17.5.~~ (5) ———— If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

~~16.6-17.6.~~ (6) ———— The ballot for the election of Office-Bearers and Ordinary ~~committee~~Committee ~~member~~Members of ~~the committee~~Committee is to be conducted at the Annual General Mmeeting in such usual and proper manner as the ~~committee~~Committee may direct.

17.7. (7) — A person nominated as a candidate for election as an Office-Bearer or as an Ordinary ~~committee~~Committee ~~member~~Member of the ~~association~~Association must be a ~~member~~Member of the ~~association~~Association.

16.7-17.8. A Committee Member ceasing to be a Member of the Association will cease to be a Committee Member.

~~17-18.~~ **16. SecretarySecretary**

~~17.4-18.1.~~ (1) ———— The secretarySecretary of the ~~association~~Association must, as soon as practicable after being appointed as secretarySecretary, lodge notice with the ~~association~~Association of his or her address.

18.2. The Secretary must –

(a) coordinate the correspondence of the Association;

- (b) maintain the Register of Members;
- (c) unless the Members resolve otherwise at a ~~General Meeting~~GENERAL MEETINGGeneral Meeting – have custody of all books, documents, records and registers of the Association, other than those required to be in the custody of the Treasurer; and
- (d) perform any other duties imposed by this Constitution on the Secretary.

~~17.2.~~18.3. ~~(2)~~ ——— It is the duty of the ~~secretary~~Secretary to keep minutes of:

- (a) ~~(a)~~ ——— all appointments of ~~Office-Bearers~~Office-Bearers and ~~member~~Members of the ~~committee~~Committee, and
- (b) ~~(b)~~ ——— the names of ~~member~~Members of the ~~committee~~Committee present at a ~~committee~~Committee meeting or a ~~General M~~General Meeting, and
- (c) ~~(c)~~ ——— all proceedings at ~~committee~~Committee meetings and ~~General Meetings~~GENERAL MEETINGSGeneral Meetingsgeneral meetings.

~~17.3.~~18.4. The Secretary is to ensure the ~~(3)~~ Minutes of proceedings at a meeting ~~must be~~ are signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting ~~and ~~(4)~~ the signature of the chairperson may be transmitted by electronic means for this purpose.~~

~~18-19.~~ 17. Treasurer

It is the duty of the ~~treasurer~~Treasurer of the ~~association~~Association to ensure:

- (a) ~~(a)~~ ——— that all money due to the ~~association~~Association is collected and received and that all payments authorised by the ~~association~~Association are made;
- (b) the Treasurer must coordinate the preparation of the Association's annual statement of accounts;
- (c) if directed to do so by the President, the Treasurer must submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- ~~(a)~~(d) the Treasurer has custody of all securities, books and documents of a financial nature and accounting records of the Association unless the members resolve otherwise at a ~~General Meeting~~GENERAL MEETINGGeneral Meeting; and
- (e) ~~(b)~~ ——— that correct books and accounts are kept showing the financial affairs of the ~~association~~Association, including full details of all receipts and expenditure connected with the activities of the ~~association~~Association, in accordance with all requirements of the Act.

~~19.~~

20. Public officer

The Committee must appoint a Public Officer in accordance with section 34 of the Act, who must be:

(a) a natural person who is aged eighteen (18) years or more; and

(b) ordinarily resident in New South Wales.

20-21. 18. Casual vacancies

~~20.1-21.1.~~ (1) ~~_____~~ In the event of a casual vacancy occurring in the ~~membership~~Membership of the ~~committee~~Committee, the ~~committee~~Committee may appoint a ~~member~~Member of the ~~association~~Association to fill the vacancy and the ~~member~~Member so appointed is to hold office, subject to this ~~constitution~~Constitution, until the conclusion of the ~~A~~Annual ~~G~~eneral ~~M~~meeting next following the date of the appointment.

~~20.2-21.2.~~ (2) ~~_____~~ A casual vacancy ~~in the office of a member~~Member of ~~the committee~~Committee occurs if ~~the a~~ Committee ~~member~~Member:

(a) ~~(a)~~ _____ dies, or

(b) ~~(b)~~ _____ ceases to be a ~~member~~Member of the ~~association~~Association, or

(c) ~~(c)~~ _____ becomes a bankrupt or an insolvent under administration within the meaning of the *Corporations Act 2001* ~~of the~~ (Commonwealth), or

(d) ~~(d)~~ _____ resigns office by notice in writing given to the ~~secretary~~Secretary, or

(e) ~~(e)~~ _____ is removed from office under clause ~~2219~~19, or

(f) ~~(f)~~ _____ becomes a mentally incapacitated person, or

(g) ~~(g)~~ _____ is absent without the consent of the ~~committee~~Committee from three (3) consecutive meetings of the ~~committee~~Committee without apology, or

(h) ~~(h)~~ _____ is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three (3) months or is convicted of a serious indictable offence, or

~~(h)~~ _____, or

~~(i)~~(h) (i) _____ is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* ~~(Cth)~~Corporations Act 2001 of the Commonwealth.

21-22. 19. Removal of committeeCommittee memberMembers

~~21.1-22.1.~~ (1) ~~_____~~ The ~~association~~Association in ~~G~~eneral ~~M~~meeting may by ~~Special R~~Resolution remove any ~~member~~Member of the ~~committee~~Committee from the office of ~~Committee~~ ~~member~~Member before the expiration of the ~~Committee~~ ~~member~~Member's term of office and may by ~~Special R~~Resolution appoint another person to hold office until the expiration of the term of office of the ~~member~~Member so removed.

~~21.2-22.2.~~ (2) ~~_____~~ If a ~~member~~Member of the ~~committee~~Committee to whom a proposed ~~Special R~~resolution referred to in ~~subclause~~ ~~22.1~~(1) relates makes representations in writing to the ~~secretary~~Secretary or ~~president~~President (not exceeding a reasonable length) and requests that the representations be

notified to the ~~member~~Members of the ~~association~~Association, the ~~secretary~~Secretary or the ~~president~~President may send a copy of the representations to each ~~member~~Member of the ~~association~~Association or, if the representations are not so sent, the ~~member~~Member is entitled to require that the representations be read out at the meeting at which the ~~r~~Special Resolution is considered.

~~22-23.~~ **20. Committee** meetings and quorum

~~22.1-23.1.~~ (1) — The ~~committee~~Committee must meet at least ~~three~~ (3) times in each period of ~~twelve~~ (12) months at such place and time as the ~~committee~~Committee may determine.

~~22.2-23.2.~~ (2) — Additional meetings of the ~~committee~~Committee may be convened by the ~~president~~President or by any ~~member~~Member of the ~~committee~~Committee Member.

~~22.3-23.3.~~ (3) — Oral or written notice of a meeting of the ~~committee~~Committee must be given by the ~~secretary~~Secretary to each ~~member~~Committee Member Member of the ~~committee~~Committee at least ~~forty-eight~~ (48) hours (or such other period as may be unanimously agreed on by the ~~member~~Committee MemberMembers of the ~~committee~~Committee) before the time appointed for the holding of the meeting.

~~22.4-23.4.~~ (4) — Notice of a meeting given under ~~subclause~~ (3), ~~23.3~~ 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~~Committee ~~member~~Members present at the meeting unanimously agree to treat as urgent business.

~~22.5-23.5.~~ (5) — Any ~~three~~ (3) ~~member~~Committee Members Members of the ~~committee~~Committee constitute a quorum for the transaction of the business of a meeting of the ~~committee~~Committee.

~~22.6-23.6.~~ (6) — No business is to be transacted by the ~~committee~~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 is to stand adjourned to the same place and at the same hour of the same day in the following week.

~~22.7-23.7.~~ (7) — If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

~~22.8-23.8.~~ (8) — At a meeting of the ~~committee~~Committee:

- (a) ~~(a)~~ — the ~~president~~President is to preside, or
- (b) ~~(b)~~ — if the ~~president~~President is absent or unwilling to act, such one of the remaining ~~member~~Committee Member Members of the ~~committee~~Committee as may be chosen by the ~~member~~Committee MembersMembers present ~~at the meeting~~ is to preside.

24. 21—Appointment of association memberMembers as **committee**Committee memberMembers to constitute quorum

~~24.1.~~ (1) If at any time the number of ~~committee~~Committee ~~member~~Members is less than the number required to constitute a quorum for a ~~committee~~Committee meeting, the existing ~~committee~~Committee ~~member~~Members may appoint a

sufficient number of memberMembers of the associationAssociation as committeeCommittee memberMembers to enable the quorum to be constituted.

24.2. (2) A memberMember of the committeeCommittee so appointed is to hold office, subject to this constitutionConstitution, until the Annual—General MeetingANNUALAnnual GENERAL MEETINGGeneral Meeting next following the date of the appointment.

25. ~~18-22~~ Use of technology at committeeCommittee meetings

25.1. (1) A committeeCommittee meeting may be held at two (2) or more venues using any technology approved by the committeeCommittee that gives each of the committeeCommittee's memberMembers a reasonable opportunity to participate.

25.2. (2) A committeeCommittee memberMember who participates in a committeeCommittee meeting using that technology is taken to be present at the meeting and, if the memberMember votes at the meeting, is taken to have voted in person.

~~23-26.~~ ~~21.~~ Delegation by committeeCommittee to sub-committeeCommittee

~~23.1-26.1.~~ (1) The committeeCommittee may, by instrument in writing, delegate to one (1) or more sub-committeeCommittees (consisting of such memberMember or memberMembers of the associationAssociation as the committeeCommittee thinks fit) the exercise of such of the functions of the committeeCommittee as are specified in the instrument, other than:

- (a) ~~(a)~~ this power of delegation, and
- (b) ~~(b)~~ a function which is a duty imposed on the committeeCommittee by the Act or by any other law.

~~23.2-26.2.~~ (2) A function the exercise of which has been delegated to a sub-committeeCommittee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committeeCommittee in accordance with the terms of the delegation.

~~23.3-26.3.~~ (3) A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

~~23.4-26.4.~~ (4) Despite any delegation under this clause, the committeeCommittee may continue to exercise any function delegated.

~~23.5-26.5.~~ (5) Any act or thing done or suffered by a sub-committeeCommittee 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 committeeCommittee.

~~23.6-26.6.~~ (6) The committeeCommittee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

~~23.7-26.7. (7)~~ A sub-~~committee~~Committee may meet and adjourn as it thinks proper.

~~24-27.~~ **22. Voting and decisions**

~~27.1. (1)~~ Questions arising at a meeting of the ~~committee~~Committee ~~or of any sub-committee~~Committee ~~appointed by the committee~~Committee are to be determined by a majority of the votes of ~~member~~Committee Members ~~Members of the committee~~Committee ~~or sub-committee~~Committee present at the meeting.

~~27.2.~~ Questions arising at a meeting of any sub-committee appointed by the Committee are to be determined by a majority of the votes of sub-committee members present at the meeting.

~~24.1.~~

~~24.2-27.3. (2)~~ Each ~~member~~Member present at a meeting of the ~~committee~~Committee or of any sub-~~committee~~Committee appointed by the ~~committee~~Committee (including the person presiding at the meeting) is entitled to one (1) vote but, in the event of an equality of votes on any question, the person presiding at the meeting may exercise a second or casting vote.

~~24.3-27.4. (3)~~ Subject to clause ~~27.5—2020—(5)~~, the ~~committee~~Committee may act despite any vacancy on the ~~committee~~Committee.

~~27.5. (4)~~ Any act or thing done or suffered, or purporting to have been done or suffered, by the ~~committee~~Committee or by a sub-~~committee~~Committee appointed by the ~~committee~~Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any ~~member~~Member of the ~~committee~~Committee or sub-~~committee~~Committee.

28. Disclosure of interest

~~28.1.~~ A Committee Member who has a direct or indirect pecuniary interest in a contract, or proposed contract, with the Association must disclose the nature and extent of the interest to the Committee in accordance with section 31 of the Act.

~~28.2.~~ The Secretary must record the disclosure in the minutes of the meeting.

~~28.3.~~ The Chairperson must ensure a Committee Member who has a direct or indirect pecuniary interest in a contract, or proposed contract, complies with section 31 of the Act.

Part 4. ~~General Meetings~~ GENERAL MEETINGS ~~General Meetings~~

~~25-29.~~ 23. ~~ANNUAL Annual~~ General Meetings ~~GENERAL~~ mEETINGS - holding of

~~25.1.~~ (1) ~~The association~~ Association ~~must hold its first annual general meeting within 18 months after its registration under the Act.~~

~~25.2-29.1.~~ (2) ~~The association~~ Association ~~must hold its Annual General Meeting~~ ANNUAL Annual GENERAL MEETING ~~General Meeting~~ annual general meetings:

- (a) ~~(a)~~ ~~within six (6) months after the close of the association~~ Association's financial year, or
- (b) ~~(b)~~ ~~within any later time that may be allowed or prescribed under section 37(2)(b) of the Act.~~ within such later time as may be allowed by the Director General or prescribed by the Regulation.

~~26-30.~~ 24. ~~ANNUAL Annual~~ General ~~GENERAL~~ MmEETINGSeetings - calling of and business at

~~26.1-30.1.~~ (1) ~~The Annual General Meeting~~ ANNUAL Annual GENERAL MEETING ~~General Meeting~~ annual general meeting ~~of the association~~ Association ~~is, subject to the Act and to clause 29~~ 23, ~~to be convened on such date and at such place and time as the committee~~ Committee ~~thinks fit.~~

~~26.2-30.2.~~ (2) ~~In addition to any other business which may be transacted at an Annual General Meeting~~ ANNUAL Annual GENERAL MEETING ~~General Meeting~~ annual general meeting, ~~the business of an Annual General Meeting~~ ANNUAL Annual GENERAL MEETING ~~General Meeting~~ annual general meeting ~~is to include the following:~~

- (a) ~~(a)~~ ~~to confirm the minutes of the last preceding Annual General Meeting~~ ANNUAL Annual GENERAL MEETING ~~General Meeting~~ annual general meeting ~~and of any Special General Meeting~~ SPECIAL Special GENERAL MEETING ~~General Meeting~~ held since that meeting,
- (b) ~~(b)~~ ~~to receive from the committee~~ Committee ~~reports on the activities of the association~~ Association ~~during the last preceding financial year,~~
- (c) ~~(c)~~ ~~to elect Office-Bearers of the association~~ Association ~~and Ordinary committee~~ Committee member Members, and
- (d) ~~(d)~~ ~~to receive and consider any financial statement or report required to be submitted to member~~ Members ~~under the Act.~~

~~26.3-30.3.~~ (3) ~~An Annual General Meeting~~ ANNUAL Annual GENERAL MEETING ~~General Meeting~~ annual general meeting ~~must be specified as such in the notice convening it.~~

27.31. ~~25.~~ SPECIAL Special Ggeneral EENERAL
Mmeetings EETINGS - calling of

~~27.1.31.1. (1)~~ The ~~committee~~ **Committee** may, whenever it thinks fit, convene a ~~Special General Meeting~~ **SPECIAL Special GENERAL MEETING General Meeting special general meeting** of the ~~association~~ **Association**.

~~27.2.31.2. (2)~~ The ~~committee~~ **Committee** must, on the requisition in writing of at least ~~five (5)~~ per cent of the total number of ~~member~~ **Members**, convene a ~~Special General Meeting~~ **SPECIAL Special GENERAL MEETING General Meeting special general meeting** of the ~~association~~ **Association**.

~~27.3.31.3. (3)~~ A requisition of ~~member~~ **Members** for a ~~Special General Meeting~~ **SPECIAL Special GENERAL MEETING General Meeting special general meeting**:

- ~~(a)~~ **(a)** must state the purpose or purposes of the meeting, and
- ~~(b)~~ **(b)** must be signed by the ~~member~~ **Members** making the requisition, and
- ~~(c)~~ **(c)** must be lodged with the ~~secretary~~ **Secretary**, and
- ~~(d)~~ **(d)** may consist of several documents in a similar form, each signed by one ~~(1)~~ or more of the ~~member~~ **Members** making the requisition.

~~27.4.31.4. (4)~~ If the ~~committee~~ **Committee** fails to convene a ~~Special General Meeting~~ **SPECIAL Special GENERAL MEETING General Meeting special general meeting** to be held within ~~one (1)~~ month after that date on which a requisition of ~~member~~ **Members** for the meeting is lodged with the ~~secretary~~ **Secretary**, any one ~~(1)~~ or more of the ~~member~~ **Members** who made the requisition may convene a ~~sSpecial Ggeneral Mmeeting~~ **SPECIAL Special GENERAL MEETING General Meeting special general meeting** to be held not later than ~~three (3)~~ months after that date.

~~27.5.31.5. (5)~~ A ~~Special General Meeting~~ **SPECIAL Special GENERAL MEETING General Meeting special general meeting** convened by a ~~member~~ **Member** or ~~member~~ **Members** as referred to in ~~subclause 31.4 (4)~~ must be convened ~~as nearly~~ as is practicable in the same manner as ~~Ggeneral Mmeetings~~ **GENERAL MEETING General Meeting special general meeting** are convened by the ~~committee~~ **Committee**.

28.32. ~~26.~~ Notice

~~28.1.32.1. (1)~~ Except if the nature of the business proposed to be dealt with at a ~~Ggeneral Mmeeting~~ **GENERAL MEETING General Meeting special general meeting** requires a special resolution of the ~~association~~ **Association**, the ~~secretary~~ **Secretary** must, at least ~~fourteen (14)~~ days before the date fixed for the holding of the ~~Ggeneral Mmeeting~~ **GENERAL MEETING General Meeting special general meeting**, give a notice to each ~~member~~ **Member** specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

~~28.2.32.2. (2)~~ If the nature of the business proposed to be dealt with at a ~~Ggeneral Mmeeting~~ **GENERAL MEETING General Meeting special general meeting** requires a special resolution of the ~~association~~ **Association**, the ~~secretary~~ **Secretary** must, at least ~~twenty-one (21)~~ days before the date fixed for the holding of the ~~Ggeneral Mmeeting~~ **GENERAL MEETING General Meeting special general meeting**, cause notice to be given to each ~~member~~ **Member** specifying, in addition to the matter

required under ~~sub~~clause ~~(1)~~32.1, the intention to propose the resolution as a ~~S~~pecial ~~R~~esolution.

~~28.3.32.3.~~ ~~(3)~~ ————— No business other than that specified in the notice convening a ~~G~~eneral ~~m~~Meeting is to be transacted at the meeting except, in the case of an ~~A~~nnual ~~G~~eneral ~~m~~Meeting, business which may be transacted under clause ~~30~~24(~~2~~).

~~28.4.32.4.~~ ~~(4)~~ ————— A ~~member~~Member desiring to bring any business before a ~~G~~eneral ~~M~~meeting may give notice in writing of that business to the ~~secretary~~Secretary who must include that business in the next notice calling a ~~G~~eneral ~~M~~meeting given after receipt of the notice from the ~~member~~Member.

~~29.33.~~ 27. Quorum for ~~G~~eneral~~ENERAL~~ ~~m~~MEETING~~Seetings~~

~~29.1.33.1.~~ ~~(1)~~ ————— No item of business is to be transacted at a ~~G~~eneral ~~M~~meeting unless a quorum of ~~member~~Members entitled under this ~~constitution~~Constitution to vote is present during the time the meeting is considering that item.

~~29.2.33.2.~~ ~~(2)~~ ————— Five ~~(5)~~ ~~member~~Members present (being ~~member~~Members entitled under this ~~constitution~~Constitution to vote at a ~~G~~eneral ~~M~~meeting) constitute a quorum for the transaction of the business of a ~~G~~eneral ~~M~~meeting.

~~29.3.33.3.~~ ~~(3)~~ ————— If within half an hour after the appointed time for the commencement of a ~~G~~eneral ~~M~~meeting a quorum is not present, the meeting:

- (a) ~~(a)~~ ————— if convened on the requisition of ~~member~~Members, is to be dissolved, and
- (b) ~~(b)~~ ————— in any other case, is to stand 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 at the meeting or communicated by written notice to ~~member~~Members given before the day to which the meeting is adjourned) at the same place.

~~29.4.33.4.~~ ~~(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 ~~member~~Members present, ~~—~~(being at least ~~three~~ (3)), are to constitute a quorum.

~~30.34.~~ 28. Presiding ~~member~~Member

~~30.1.34.1.~~ ~~(1)~~ ————— The ~~president~~President is to preside as chairperson at each ~~G~~eneral ~~M~~meeting of the ~~association~~Association.

~~30.2.34.2.~~ ~~(2)~~ ————— If the ~~president~~President is absent or unwilling to act, the ~~member~~Members present must elect one ~~(1)~~ of their number to preside as chairperson at the ~~General~~ ~~M~~meeting.

~~31.35.~~

29. Adjournment

~~31.1-35.1.~~ (1) — The chairperson of a General Meeting at which a quorum is present may, with the consent of the majority of ~~member~~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.

~~31.2-35.2.~~ (2) — If a General Meeting is adjourned for fourteen (14) days or more, the ~~secretary~~Secretary must give written or oral notice of the adjourned meeting to each ~~member~~Member of the associationAssociation stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

~~31.3-35.3.~~ (3) — Except as provided in subclauses 35.1 (4) and (2)~~35.2~~, 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.

30. Making of decisions

~~32.1-36.1.~~ (1) — A question arising at a General Meeting of the associationAssociation is to be determined by either:

- (a) ~~(a)~~ — a show of hands, or
- (b) ~~(b)~~ — if on the motion of the chairperson or if five (5) or more ~~member~~Members present at the meeting decide that the question should be determined by a written ballot—a written ballot.

~~32.2-36.2.~~ (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 associationAssociation, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

~~32.3-36.3.~~ (3) — If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

31. Special resolutions

A Special Resolution may only be passed by the associationAssociation in accordance with section 39 of the Act.

32. Voting

~~34.1-38.1.~~ (1) — On any question arising at a General Meeting of the associationAssociation a ~~member~~Member has one vote only. in

~~34.2-38.2.~~ (2) — In the case of an equality of votes on a question at a General Meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

~~34.3-38.3.~~ (3) — A ~~member~~Member is not entitled to vote at any General Meeting of the associationAssociation unless all money due and payable by the ~~member~~Member to the associationAssociation has been paid.

~~34.4.~~~~38.4.~~ (4) ~~—————~~ A ~~member~~Member is not entitled to vote at any ~~G~~general ~~M~~meeting of the ~~association~~Association if the ~~member~~Member is under ~~eighteen~~ (18) years of age.

~~35-39.~~ ~~33.~~ **Proxy votes not permitted**

Proxy voting must not be undertaken at or in respect to a ~~G~~general ~~M~~meeting.

~~36-40.~~ ~~34.~~ **Postal or electronic ballots**

~~36.1.~~~~40.1.~~ (1) ~~—————~~ 1) ~~The association~~Association may hold a postal or electronic ballot (as the ~~committee~~Committee determines) to determine any issue or proposal (other than an appeal under clause 14). ~~The association may hold a postal ballot to determine any issue or proposal (other than an appeal under clause 12).~~

~~40.2.~~ (2) ~~—————~~ A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

~~41.~~ ~~37~~ **Use of technology at General Meetings**
~~GENERAL MEETINGS~~
~~General Meetings~~

~~41.1.~~ (1) ~~A General Meeting~~GENERAL MEETINGGeneral Meeting may be held at two (2) or more venues using any technology approved by the ~~committee~~Committee that gives each of the ~~association~~Association's ~~member~~Members a reasonable opportunity to participate.

~~41.2.~~ (2) ~~A member~~Member of the ~~association~~Association who participates in a ~~General Meeting~~GENERAL MEETINGGeneral Meeting using that technology is taken to be present at the meeting and, if the ~~member~~Member votes at the meeting, is taken to have voted in person.

Part 5. - Miscellaneous

~~37.42.~~ 35. Insurance

The ~~association~~Association may effect and maintain insurance.

~~38.43.~~ 36. Funds - source

~~38.1.43.1.~~ (1) — The funds of the ~~association~~Association are to be derived from ~~E~~Entrance ~~F~~ees and ~~annual subscription~~Annual Subscriptions of ~~member~~Members, donations and, subject to any resolution passed by the ~~association~~Association in ~~G~~General ~~M~~meeting, such other sources as the ~~committee~~Committee determines.

~~38.2.43.2.~~ (2) — All money received by the ~~association~~Association must be deposited as soon as practicable and without deduction to the credit of the ~~association~~Association's bank or other authorised deposit-taking institution account.

~~38.3.43.3.~~ (3) — The ~~association~~Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

~~39.44.~~ 37. Funds - management

~~39.1.44.1.~~ (1) — Subject to any resolution passed by the ~~association~~Association in ~~G~~General ~~M~~meeting, the funds of the ~~association~~Association are to be used in pursuance of the objects of the ~~association~~Association in such manner as the ~~committee~~Committee determines.

~~39.2.44.2.~~ (2) — All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by ~~two— (2) authorised signatories~~any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.

~~40.45.~~ 38. Change of name, objects and ~~constitution~~Constitution

~~Any~~ application to the ~~Director General~~ for registration of a change in the ~~association~~Association's name, objects or ~~constitution~~Constitution in accordance with ~~section 10 of the Act~~ is to be made by the ~~public officer or a committee~~Committee ~~member~~Member in accordance with the Act.

~~41.46.~~ 39. Custody of books etc

Except as otherwise provided by this ~~constitution~~Constitution, the ~~public officer~~Secretary must keep in his or her custody or under his or her control all records, books and other documents relating to the ~~association~~Association.

~~42.47.~~ 40. Inspection of books etc

~~42.1.47.1.~~ (1) — The following documents must be open to inspection, free of charge, by a ~~member~~Member of the ~~association~~Association at any reasonable hour:

- (a) ~~(a)~~ — records, books and other financial documents of the ~~association~~Association,
- (b) ~~(b)~~ — this ~~constitution~~Constitution,

- (c) ~~(c)~~ minutes of all ~~committee~~Committee meetings and ~~General M~~meetings of the ~~association~~Association.

~~42.2.47.2.~~ ~~(2)~~ A ~~member~~Member of the ~~association~~Association may obtain a copy of any of the documents referred to in ~~subclause 47.1(4)~~ on payment of a fee of not more than \$1 for each page copied.

~~43.48.~~ 41. Service of notices

~~43.1.48.1.~~ ~~(1)~~ For the purpose of this ~~constitution~~Constitution, a notice may be served on or given to a person:

- (a) ~~(a)~~ by delivering it to the person personally, or
- (b) ~~(b)~~ by sending it by pre-paid post to the address of the person, or
- (c) ~~(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.

~~43.2.48.2.~~ ~~(2)~~ For the purpose of this ~~constitution~~Constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) ~~(a)~~ in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (b) ~~(b)~~ in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) ~~(c)~~ in the case of a notice sent by facsimile transmission 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.

~~44.49.~~ 42. Financial year

The financial year of the ~~association~~Association is:

- (a) ~~(a)~~ the period of time commencing on the date of incorporation of the ~~association~~Association and ending on the following thirty-first day of March, and
- ~~(b)~~ ~~(b)~~ each period of 12 months after the expiration of the previous financial year of the ~~association~~Association, commencing on the first day of April and ending on the following thirty-first ~~(31st)~~ day of March.

50. 42—Distribution of property on winding up of association

50.1. (1)—Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to an Eligible Charity.

50.2. (2)—In this -clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association.

50.3. The Committee will determine the identity of an Eligible Charity and, in default, that identity will be determined by the courts exercising jurisdiction in connection with matters concerning charities.

50.4. A liquidator cannot require a Member to accept as part of the distribution of assets of the Association any assets in respect of which there is any liability.

50.5. If on the winding up, deregistration or dissolution of the ~~Foundation~~ Association there remains any property or funds after all debts and liabilities have been paid for, the remaining property or funds will not be paid to or distributed among the Members, Committee or any persons related to the Association.

51. Gift Fund

51.1. The Association must, if required by the Tax Act, establish and maintain, for the specific purposes set out in clause 2.1, a fund known as the Australian Intercollegiate Meat Judging Association Incorporated Gift Fund:-

(a) to which gifts of money, property or other contributions for those purposes are to be made;

(b) to which any money received by the Association because of those gifts or contributions is to be credited, including money from interest on donations, income derived from donated property, and money from the realisation of such property; and

(c) that does not receive any other money or property.

51.2. The Gift Fund will not be maintained for the purposes of profit or gain to the ~~Member~~Members of the Association and the gifts made to the Gift Fund and any money received because of those gifts shall be applied solely towards the promotion of the objects of the Association set out in clause 2.1 and no portion of the Gift Fund shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit to the ~~Member~~Members of the Association.

51.3. The Association must maintain a separate bank account for the Gift Fund and must comply with subdivisions 30-BA of the Tax Act with respect to the administration of the Gift Fund.

51.4. The Gift Fund will be administered by a ~~committee~~Committee of not less than three (3) persons appointed by the Board. The Gift Fund ~~committee~~Committee will have the sole responsibility for decisions regarding the use and application of all gifts made to the Gift Fund and any money received because of those gifts for the purposes set out in clause 2.1.

51.5. The Association will not act as a mere conduit for the donation of money or property to any other organisation, body or person.

51.6. In accordance with the Tax Act, receipts issued for gifts must state:-

(a) the name of the Association and the Gift Fund;

(b) the ABN applicable to the Association; and

(c) the fact that the receipt is for a gift or contribution.

51.7. This clause 51.1 to 51.7 (both inclusive) apply only if the Association is required to establish such a fund by the Tax Act or if determined by the Committee.

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Appendix 1

~~Application for Membership of Association [Amend to include the details from your current form] Note – make the tick box for adding people to a database (the first tick box on the current form) an opt in (not an opt out). This is necessary for privacy laws.~~

~~Application for membership of association [Amend to include the details from your current form] Note – make the tick box for adding people to a database (the first tick box on the current form) an opt in (not an opt out). This is necessary for privacy laws.~~

~~{Clause Clause 5.13 (1)}~~

APPLICATION FOR ~~MEMBERSHIP~~MEMBERSHIP OF THE AUSTRALIAN INTERCOLLEGIATE MEAT JUDGING ~~ASSOCIATION~~ASSOCIATION

INCORPORATED (incorporated under the ~~Association~~Association Incorporation Act 2009)

I,

[full name of applicant]

of

[address]

.....
[occupation]

and born.....

[date of birth and place of birth]

hereby apply to become a ~~member~~ [INSERT OPTIONS FOR WHAT TYPE OF MEMBER] ~~member~~Member of the ~~Australian Intercollegiate Meat Judging Association Incorporated~~above named incorporated associationAssociation. In the event of my admission as a ~~member~~Member, I agree to be bound by the ~~constitution~~Constitution of the ~~association~~Association for the time being in force.

- I give my consent to receive e-mail communication from the Australian Intercollegiate Meat Judging Association Incorporated and to be added to its email database

.....
[email address and contact phone number]

.....
Signature of applicant Date

I,

[full name]

a ~~member~~Member of the ~~association~~Association, nominate the applicant for ~~membership~~Membership of the ~~association~~Association.

.....
Signature of proposer Date

I,

[full name]

a ~~member~~Member of the ~~association~~Association, second the nomination of the applicant for ~~membership~~Membership of the ~~association~~Association.

Signature of seconder

Date

DRAFT