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RAEME ASSOCIATION NSW INC.
CONSTITUTION

PART 1a - PRELIMINARY

1. Definitions.

- (1) In these rules, except in so far as the context or subject-matter otherwise indicates or requires:

“**Director-General**” means the Director-General of the Department of Fair Trading.

“**Ordinary member**” means a member of the committee who is not an office-bearer of the association, as referred to in rule 14 (2).

“**Secretary**” means:

- a. The person holding office under these rules as a 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.

“**The Act**” means the Associations Incorporation Act, 1984.

“**The Regulation**” means the Associations Incorporation Regulation, 1999.

- (2) In these rules:
- a. A reference to a function includes a reference to a power, authority and duty; and
 - b. A reference to the exercise of a function includes, where 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 these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART 16 - STATEMENT OF OBJECTIVES

1a. Name and Objectives.

- (1) The name of the Association is, “RAEME Association NSW Inc.” The full title is, “Royal Australian Electrical and Mechanical Engineers Association of New South Wales Incorporated”. In these rules it is referred to as the “Association”.
- (2) The objectives of the association are to:
 - a. Preserve the memory of service comrades.
 - b. Maintain fellowship between people who are serving, and those who have served in the Corps.
 - c. Promote the welfare of Corps members, former Corps members, and their dependants.
 - d. Provide assistance in the case of hardship to Corps members, former Corps members, their dependants, and dependants of deceased former members of the Corps.
 - e. Assist and co-operate with kindred organizations.
 - f. Place the work of the Corps before the public in such a way that they will appreciate the efforts of the Corps.
 - g. Take an active and intelligent interest in Australia’s Defence.
 - h. Establish and maintain clubs, social institutions, information bureau etc, for the benefit of the Corps.
 - i. Do all such acts as may promote the welfare of the association.

Note: The word **Corps**, in these rules, means the Corps in the Australian Army known as The Royal Australian Electrical and Mechanical Engineers, or abbreviated to RAEME. It includes the titles used prior to the formation of the Corps on 1st December 1942, e.g. Australian Army Ordnance Corps Mechanical Engineering Branch, and any change in title subsequent to the incorporation of this association.

PART 2 - MEMBERSHIP

2. Membership Categories.

- a. Ordinary member,
- b. Honorary Life member, and
- c. Associate member.

2a. Ordinary Member Qualifications.

- (1) Membership is open to persons who are currently serving, or have served in either full or part time capacity in the following:
 - a. The Royal Australian Electrical and Mechanical Engineers or the same Corps known under a former title, including The Australian Army Ordnance Corps (Mechanical Engineering Branch).
 - b. RAEME Units, as attached troops from other Corps e.g. RAAOC Stores Section, WRAAC, RAAMC, and AACC etc.
 - c. Armies of the British Commonwealth of Nations in a kindred capacity as stated in 'a' or 'b'.
- (2) A person is qualified to be a member of the association but only if:
 - a. The person has not ceased to be a member of the association at any time after incorporation of the association under the Act, or
 - b. The person has been:
 1. Nominated for membership of the association as provided by rule 3, and
 2. Approved for membership of the association by the committee of the association.
- (3) Members leaving the state of New South Wales may retain their membership and may belong to any number of other RAEME Associations subject to their acceptance by these associations.
- (4) All ordinary members will pay an annual fee, that amount as directed by the association management committee, as set out in rule 8.

2b. Honorary Life Member.

- (1) On the recommendation of the association management committee, the association may confer an Honorary Life membership to those persons that, they deem to have provided outstanding service to the association.
- (2) All Honorary Life members will have full voting rights within the association.
- (3) Honorary Life members will not be required to pay any membership fees or subscriptions.

2c. Associate Members

- (1) Persons that would be eligible for associate membership are:
 - a. Other service personnel from the army, navy and air force, excluding those personnel in rule 2a.
 - b. Association members spouse / partner.
- (2) Associate members would be required to pay an annual fee, the same as that of an ordinary member, as set out in rule 8.
- (3) Associate members would have no voting rights within the association, or be eligible for any executive committee positions.

3. Application for Membership.

- (1) An application by a person for membership of the association shall be:
 - a. Made in writing on the form set out in Appendix (A) to these rules.
 - b. Lodged with the secretary of the association.
- (2) As soon as practicable after receiving an application for membership, the secretary shall refer the application to the committee, which will determine whether to approve, or to reject the application.
- (3) Where the committee determines to approve an application for membership, the secretary shall, as soon as practicable after that determination, notify the applicant of that approval and request the applicant to pay, within the period of twenty eight (28) days after receipt by the applicant of the notification, the sum payable under these rules by a member as entrance fee and annual subscription.

- (4) The secretary shall, on payment by the applicant of the amounts referred to in clause (3) within the period referred to in that clause, enter the applicant's name in the register of members and upon the name being so entered, the applicant becomes a member of the association.

4. Cessation of Membership.

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

- a. Dies,
- b. Resigns that membership,
- c. Is expelled from the association.

5. Membership Entitlements Not Transferable.

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, and
- b. Terminates upon cessation of the person's membership.

6. Resignation of Membership.

- (1) A member of the association is not entitled to resign that membership except in accordance with this rule.
- (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) Where a member of the association ceases to be a member pursuant to 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 members recording the date on which the member ceased to be a member.

7. Register of Members.

- (1) The public officer of the association shall establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date of which the person became a member.
- (2) The register of members shall be kept at the principal place of administration of the association and shall be open for inspection, free of charge, by any member of the association at any reasonable hour.

8. Fees and Subscriptions.

- (1) A member of the association shall, upon admission to membership, pay to the association a fee of \$1 or, where some other amount is determined by the committee, that other amount.
- (2) In addition to an amount payable by the member under clause (1), a member of the association shall pay to the association an annual membership fee of \$2 or, where some other amount as determined by the committee, of that other amount:
 - a. Except as provided by paragraph (2b), before 30th April each calendar year; or
 - b. Where the member becomes a member on or after 1st January in any calendar year upon becoming a member and before 30th April in each succeeding calendar year.
- (3) The committee may waive the payment of the annual subscription in respect of a “non- active” member.

9. 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 by the members in respect of membership of the association as required by rule (8).

10. 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 Seven (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.

11. Discipline of Members.

- (1) A complaint may be made to the committee by any person that a member of the association has:
 - a. Persistently refused or neglected to comply with a provision or provisions of these rules, or
 - b. Persistently and willfully acted in a manner prejudicial to the interests of the association.
- (2) On receiving such a complaint, the committee:
 - a. Must serve notice of the complaint on the member concerned, and
 - b. Must give the member at least fourteen (14) days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - c. Must take into consideration any submissions made by the member in connection with the complaint.
- (3) 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.
- (4) If the committee expels or suspends a member, the secretary must, within seven (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 rule 11.
- (5) The expulsion or suspension does not take effect:
 - a. Until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - b. If within that period the member exercises the right of appeal, unless and until the association confirms the resolution under rule 12(5),which ever is the later.

12. Right of Appeal of Disciplined Member.

- (1) A member may appeal to the association in a general meeting against a resolution of the committee which is confirmed under rule 11, within seven (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 reply for the purposes of appeal.
- (3) On receipt of a notice from a member under clause (1), the secretary must notify the committee, which is to convene a general meeting of the association to be held within twenty eight (28) days after the date on which the secretary received the notice.
- (4) At a general meeting of the association convened under clause (3):
 - a. No business other than the question of the appeal shall 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) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 3 - THE COMMITTEE

13. Powers of the Committee.

The committee shall be called the committee of management of the association and, subject to the Act, the Regulation and these rules and to any resolution passed by the association in general meeting:

- a. Is to control and manage the affairs of the association, and
- b. May exercise all such functions as may be exercised by the association other than those functions that are required by these rules 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.

14. Constitution and Membership.

- (1) Subject in the case of the first members of the committee to section 21 of the Act, the committee shall consist of:
 - a. The office-bearers of the association, and
 - b. Four (4) to ten (10) ordinary committee members,

each of whom shall be elected at the annual general meeting of the association pursuant to rule (15).
- (2) The office-bearers of the association shall be:
 - a. The President
 - b. The Vice-President
 - c. The Treasurer
 - d. The Secretary
 - e. The Public Officer
- (3) Each member of the committee is, subject to these rules, to hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- (4) 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 that date of the appointment.

15. Election of Members.

- (1) Nominations of candidates for election as office bearers of the association or as ordinary members of the committee:
 - 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 nomination), and
 - b. Must be delivered to the secretary of the association at least 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 are taken to be elected, and further nominations are to 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 are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

16. Secretary.

- (1) The Secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
 - a. All appointments of office-bearers and members of the committee,
 - b. The names of members of the committee present at a committee meeting or a general meeting, and
 - c. All proceedings at committee meetings and general meetings.
- (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.

17. 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 authorized by the association are made, and
- b. 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.

18. Casual Vacancies.

For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- a. Dies, or
- b. Ceases to be a member of the association, or
- c. Becomes an insolvent under administration within the meaning of the Corporations Law, or
- d. Resigns office by notice in writing given to the secretary, or
- e. Is removed from office under rule 19, or
- f. Becomes a mentally incapacitated person, or
- g. Is absent, without the consent of the committee, from all meetings of the committee held during a period of six (6) months.

19. 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) If a member of the committee to whom a proposed resolution referred to in clause (1) relates, makes representations in writing to the secretary or president (not exceeding a reasonable length,) and requests that the representation be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20. Meetings and Quorum.

- (1) The committee shall meet at least three (3) times in each period of twelve (12) months at such place and time as the committee may determine.
- (2) Additional meeting of the committee may be convened by the President or by any member of the committee.

- (3) Oral or written notice of a meeting of the committee must 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 given under clause (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 unanimously agree to treat as urgent business.
- (5) Any three (3) 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 within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
 - a. The president or, in the president's absence, the vice-president is to preside, or
 - b. If the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

21. Delegation by Committee to Sub-Committee.

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee 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 a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

- (3) A delegation under this section 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.
- (4) Despite any delegation under this rule, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

22. Voting and Decisions.

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or subcommittee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee 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 rule 20 (5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee 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.

PART 4 - GENERAL MEETINGS

23. Annual General Meetings – Holding of.

- (1) With the exception of the first Annual General Meeting of the association, the association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an Annual General Meeting of its members.
- (2) The association must hold its first Annual General meeting:
 - a. Within the period of eighteen (18) months after its incorporation under the Act, and
 - b. Within the period of six (6) months after the expiration of the first financial year of the association.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Director-General under section 26 (3) of the Act.

24. Annual General Meetings – Calling of and Business at.

- (1) The Annual General Meeting of the association is, subject to the Act and to rule 23, to be convened on such date and at such place and time 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 to:
 - a. Confirm the minutes of the last preceding Annual General Meeting and of any special general meeting held since that meeting,
 - b. Receive from the committee reports upon the activities of the association during the last preceding financial year,
 - c. Elect office-bearers of the association and ordinary members of the committee, and
 - d. 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 must be specified as such in the notice convening it.

25. 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, and
 - b. Must be signed by the members making the requisitions, and
 - c. Must be lodged with the secretary, and
 - d. May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within one (1) month after the date of which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisitions 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 clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the association for any expense so incurred.

26. 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 must, at least fourteen (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 must, at least twenty one (21) days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to

the matter required under clause (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 is to be transacted at the meeting except, in the case of the annual general meeting, business which may be transacted pursuant to rule 24 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

27. Procedure.

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five (5) members present in person (being members entitled under these rules 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 on the requisition of members, is to be dissolved, and
 - 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 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 at least 3) is to constitute a quorum.

28. Presiding Member.

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.
- (2) If the president and vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

29. 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for fourteen (14) days or more, the secretary must 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 clauses (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.

30. Making Of Decisions.

- (1) A question arising at a general meeting of the association is to 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 majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the association, a poll may be demanded by the chairperson or by at least three (3) members present in person or by proxy at the meeting.
- (3) If a poll is demanded at a general meeting, the poll must be taken:
 - a. Immediately in the case of a poll which relates to the election of chairperson of the meeting or 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 is taken to be the resolution of the meeting on that matter.

31. Special Resolution.

A resolution of the association is a special resolution:

- a. If it is passed by a majority which comprises at least three quarters of such members of the association as, being entitled under these rules so

to do, vote in person or by proxy at a general meeting of which at least twenty one (21) days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or

- b. Where it is made to appear to the Director-General that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Director-General.

32. Voting.

- (1) On any question arising at a general meeting of the association a member has one 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 of 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 unless all money due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

33. Appointment of Proxies.

- (1) Each member is to be entitled to appoint another member as proxy by notice given to the secretary no later than twenty four (24) hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix (B) to these rules.

PART 5 - MISCELLANEOUS

34. Insurance.

- (1) The association may effect and maintain insurance.
- (2) See Appendix (C) for details.

35. Funds – Source.

- (1) The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- (2) All money received by the association shall 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.

36. Funds – Management.

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two (2) members of the committee of the association, being members authorized to do so by the committee.
- (3) Re-imbusement will be paid in good faith to officers and servants of the association, or other persons in return for expenses actually incurred on behalf of the association.
- (4) The association will appoint an Auditor at the general meeting, and all accounts will be submitted for audit before presentation at the next annual general meeting.

37. Alteration Of Objects And Rules.

- (1) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association.
- (2) Any alteration of these Objects and Rules, after being passed by a special resolution of the association, must be reported to the Dept of Fair Trading, using the appropriate documentation, as set out by the Dept of Fair Trading.

38. Common Seal.

- (1) The common seal of the association must be kept in the custody of the public officer.

- (2) The common seal must not be affixed to any instrument except by the 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.

39. Custody Of Books.

Except as otherwise provided by these rules, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

40. 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.

41. Service Of Notices.

- (1) For the purpose of these rules, a notice may be served on, or given to a person by:
- a. Delivering it to the person personally, or
 - b. Sending it by pre-paid post to the address of the person, or
 - c. 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 these rules, 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 sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - d. 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.

42. Surplus Property.

- (1) At the first general meeting of the association, the association shall pass a special resolution nominating an incorporated association, as the association in which to invest its surplus property, pursuant to section 53(2) of the NSW Associations Incorporation Act, 1984, Number 143, in the event of the winding up of, or the cancellation of, the incorporation of the association.
- (2) The incorporated association so nominated, shall be one which fulfills the requirements specified in section 53 (1), (2), (2A), (2B) and (3) of the NSW Associations Incorporation Act, 1984, Number 143.
- (3) The distribution of the surplus property will be in accordance with sections 53, 55, 55A and 55B of the NSW Associations Incorporation Act, 1984, Number 143.

43. Payment etc. of Office Bearers and Members.

A member of the committee shall not be appointed to any salaried office of the association or any office of the association paid by fees, and no remuneration or other benefit in money or money's worth shall be given by the association to any member of the committee except:

- a. Repayment of out of pocket expenses,
- b. Interest at a rate not exceeding interest at the rate for the time being which is or would be charged by the association bankers for money lent to the association, and
- d. Reasonable and proper rent for premises let to the association.

44. Vacation Of Office.

Without limiting the operation of rule 18, the office of a member of the committee shall become vacant if the member:

- a. Holds an office of profit in the association,
- b. Is directly or indirectly interested in any contract or proposed contract with the association.

45. Lodgment of Annual Statement of Accounts

- (1) The public officer must, within one (1) month, after the date of each general meeting of the association, lodge with the Dept of Fair Trading, a statement of the association accounts.

- (2) This annual statement of accounts is to be lodged in the approved form, verified as prescribed, using the appropriate documentation, as set out by the Dept of Fair Trading.
- (3) The statement of accounts, is to be in accordance with section 27 (1) of the Associations Incorporation Act, 1984, Number 143.