



Constitution

TABLE OF PROVISIONS

PART 1 - PRELIMINARY

- 1.1 Definitions
- 1.2 Objects

PART II - MEMBERSHIP

- 2. Membership Qualifications
- 3. Nomination for Membership
- 4. Membership entitlements not transferable
- 5. Cessation of Membership
- 6. Resignation of membership
- 7. Fee, subscriptions etc.
- 8. Members' liabilities
- 9. Disciplining of members
- 10. Right of appeal of disciplined member

PART III - THE BOARD

- 11. Powers of the board
- 12. Constitution and membership
- 13. Election of president and ordinary board members and appointment of office-bearers
- 14. Duties of office bearers
- 15. Vacancies
- 16. Removal of board members
- 17. Board meetings and quorum
- 18. Delegation by board to committees
- 19. Voting and decisions

PART IV - GENERAL MEETING

- 20. Annual general meetings - holding of
- 21. Annual general meetings - calling of and business at
- 22. General meetings - calling of
- 23. Notice
- 24. General meetings - procedure and quorum
- 25. Presiding member
- 26. Adjournment
- 27. Making of decisions
- 28. Voting

PART V - MISCELLANEOUS

- 29. Funds - source
- 30. Funds - management
- 31. Alteration of objects and rules
- 32. Custody of books
- 33. Inspection of books
- 34. Service of notices
- 35. Surplus property
- 36. Public officer
- 37. New board

APPENDIX: APPLICATION FOR MEMBERSHIP OF SOCIETY

CANBERRA MOTHERCRAFT SOCIETY INCORPORATED CONSTITUTION

PART I — PRELIMINARY

1.1 Definitions

(a) In this constitution, unless a contrary intention appears:

Act means the Associations Incorporation Act 1991;

by-laws means the by-laws of the society made by the board from time to time;

financial year means the year ending on 30 June;

member means a member, however described, of the society;

ordinary board member means a member of the board who is not an office-bearer of the society as referred to in rule 12(1)(a);

regulation means the Associations Incorporation Regulation 1991;

secretary means the secretary of the society or, where no such person holds that office, the public officer of the society, noting that, subject to subsection 17.10, the board may choose to delegate to an employee or contractor the functions of the secretary;

society means the Canberra Mothercraft Society Incorporated.

1A Application of Legislation Act 2001

The *Legislation Act 2001* applies to these rules in the same way as it would if they were an instrument made under the Act.

1.2 Objects

The society is committed to supporting and influencing the delivery of comprehensive policies and services for the well-being of women and families in the pre-natal and early years. To this end, the society's objects are to:

(a) encourage the development of coordinated primary health care policies;

- (b) promote evidence-based models of care, community development and primary health care programs;
- (c) promote woman-centred care in maternity services;
- (d) support continuing education in the fields of midwifery and child and family health;
- (e) support research in primary health care for women and families;
- (f) identify emerging health needs of families through advisory committees; and
- (g) work in collaboration with communities and partners in the field.

PART II — MEMBERSHIP

2 Membership qualifications

2.1 Membership of the society will consist of:

- (a) members;
- (b) life members; and
- (c) honorary members, if required.

2.2 A person is qualified to be a member if:

- (a) the person is a person referred to in section 21.2(a) or (b) of the Act and has not ceased to be a member of the society at any time after incorporation of the society under the Act; or
- (b) the person —
 - (i) has been nominated for membership in accordance with section 3.1; and
 - (ii) has been approved for membership of the association by the board of the association.

2.3 The board may elect to be a life member of the society any person who, in the opinion of the board, has rendered distinguished and

valuable service to the cause of the association. A life member is not liable for any subscription under rule 7 and is to be considered to be a financial member for the purposes of this constitution.

2.4 The board may elect to be an honorary member of the society any person or organisation who, in the opinion of the board, has contributed in an outstanding way to the work of the society. An honorary member is not considered to be a financial member for the purposes of this constitution.

3 Nomination for membership

3.1 A nomination of a person for membership of the society must:

(a) be made by two members of the society in writing in the form set out in the appendix to this constitution; and

(b) be lodged with the secretary of the society.

3.2 As soon as is practicable after receiving a nomination for membership, the secretary must refer the nomination to the board, which must decide whether to approve or to reject the nomination.

3.3 If the board decides to approve a nomination for membership, the secretary must as soon as practicable after that decision notify the nominee of that approval and request the nominee to pay within 28 days after receipt of this request the sum payable under this constitution by a member as the entrance fee and the first year's annual subscription.

3.4 The secretary must, on payment by the nominee of the amounts mentioned in subsection 3 within the period mentioned in the subsection, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the society.

4 Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the society —

(b) cannot be transferred or transmitted to another person; and

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

5 Cessation of membership

A person ceases to be a member of the society if the person —

- (a) dies; or
- (b) resigns from membership of the society; or
- (c) is expelled from the society; or
- (d) fails to renew membership of the society in accordance with section 7.4.

6 Resignation of membership

6.1 A member is not entitled to resign from membership of the society except in accordance with this section.

6.2 A member who has paid all amounts payable by the member to the society may resign from membership of the society by first giving notice (being not less than one month or, if the board has determined a shorter period, that shorter period) in writing to the secretary of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.

6.3 Where a person ceases to be a member, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7 Fee, subscriptions, etc.

7.1 The entrance fee is \$1 or, if any other amount has been determined by resolution of the board, the other amount.

7.2 The annual membership fee is an amount determined by resolution of the board.

7.3 The annual membership fee is —

- (a) except as provided by paragraph (b), due on 1 July and payable by 1 September in any calendar year; or

(b) where a person becomes a member on or after 1 July in any calendar year, within two months of becoming a member.

7.4 A member must renew membership of annually by paying the annual membership fee which falls due on 1 July and is payable by 1 September each calendar year.

8 Members' liabilities

The liability of a member to contribute towards the payment of the debts and liabilities of the society or the costs, charges and expenses of the winding up of the society is limited to the amount, if any, unpaid by the member in respect of membership of the society as required by section 7.

9 Disciplining of members

9.1 Where the board is of the opinion that a member —

(a) has persistently refused or neglected to comply with a provision of this constitution: or

(b) has persistently and wilfully acted in a manner prejudicial to the interests of the society,

the board may, by resolution:

(c) expel the member from the society; or

(d) suspend the member from the rights and privileges of membership of the society as the board may decide for a specified period.

9.2 A resolution of the board under subsection 1 is of no effect unless the board, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subsection 3, confirms the resolution in accordance with this section.

9.3 Where the board passes a resolution under subsection 1, the secretary must, as soon as practicable, cause a notice in writing to be served on the member: —

- (a) setting out the resolution of the board and the grounds on which it is based; and
- (b) stating that the member may address the board at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
- (c) stating the date, place and time of that meeting; and
- (d) informing the member that the member may do either or both of the following;
 - (i) attend and speak at that meeting;
 - (ii) submit to the board at or prior to the date of that meeting written representations relating to the resolution.

9.4 Subject to section 50 of the Act, at a meeting of the board mentioned in subsection 2, the board must:

- (a) give to the member mentioned in subsection 1 an opportunity to make oral representations; and
- (b) give due consideration to any written representations submitted to the board by that member at or before the meeting; and
- (c) by resolution decide whether to confirm or to revoke the resolution of the board made under subsection 1.

9.5 Where the board confirms a resolution under subsection 4, the secretary must, within seven days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under section 10.

9.6 A resolution confirmed by the board under subsection 4 does not take effect —

- (a) until the end of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or
- (b) if within that period the member exercises the right of appeal, unless and until the society confirms the resolution in accordance with

section 10.4.

10 Right of appeal of disciplined member

10.1 A member may appeal to the society in general meeting against a resolution of the board which is confirmed under section 9.4 or section 16.5, within seven days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

10.2 On receipt of a notice under subsection 1, the secretary must notify the board, which must call a general meeting of the society to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.

10.3 Subject to section 50 of the Act, at a general meeting of the society called under subsection 2:

(a) no business other than the question of the appeal may be transacted; and

(b) the board and the member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and

(c) the members present must vote by secret ballot on the question of whether the resolution made under section 9.4 or section 16.5 should be confirmed or revoked.

10.4 If the meeting passes a special resolution in favour of the confirmation of the resolution made under section 9.4 or section 16.5, that resolution is confirmed.

PART III — THE BOARD

11 Powers of the board

The board, subject to the Act, the regulation, this constitution, and to any resolution passed by the society in general meeting:

- (a) controls and manages the affairs of the society;
- (b) may exercise all such functions as may be exercised by the society other than those functions that are required by this constitution to be exercised by the society in general meeting;
- (c) has the power to perform all acts and do all things that appear to the board to be necessary or desirable for the proper management of the affairs of the society; and
- (d) has the power to make, repeal or alter from time to time by-laws as to the management of the society and its affairs and as to the duties of the board and any committee and any office bearer, officer of the board or officer of a committee, provided that no by-law shall be inconsistent with the provisions of this constitution.

12 Constitution and membership

12.1 The board consists of:

- (a) the four office bearers of the society, namely:
 - (i) the president;
 - (ii) the vice-president;
 - (iii) the treasurer; and
 - (iv) the secretary.
- (b) and six board members, each of whom must be elected under section 13 or appointed in accordance with subsection 4.
- (c) One honorary member, if required, may be appointed to the board in accordance with subsection 5.

12.2 A board member, including the president, must be a financial member of the society and may not be an employee of or have any other contractual relationship with the society.

12.3 Subject to this constitution, each member of the board holds office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

12.4 If there is a vacancy in the membership of the board, the board may appoint a member of the society to fill the vacancy and the member so appointed holds office, subject to this constitution, until the conclusion of the annual general meeting following the date of the appointment.

12.5 The board may, in its absolute discretion, co-opt an honorary member to sit on the board. The honorary member is entitled to speak and vote at meetings of the board.

12.6 A member of the board, other than the president, may only hold the same office for a maximum of three consecutive years.

12.7 The president may only hold the office of president for a maximum of four consecutive years.

13 Election of president and ordinary board members and appointment of office bearers

13.1 Nomination of candidates for election as president or as ordinary board members must:

(a) be made in writing, stating whether the candidate is nominated for the position of president or for a position as an ordinary board member;

(b) be signed by two members of the society and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and

(c) be given to the secretary of the society not less than 14 days before the date fixed for the annual general meeting at which the election is to take place.

13.2 Following the receipt of nominations made under subsection 1 the secretary must send postal ballot papers to all members who have requested postal ballot papers.

13.3 Members voting by postal ballot must return their completed postal ballots to the secretary not less than two days before the date fixed for the annual general meeting.

13.4 Postal ballots cast under subsection 3 will be treated as votes validly cast as though the member voting by postal ballot had been present and voting at the annual general meeting, except that those

13.5 voting by postal ballot may not vote for candidates nominated under subsection 6.

Election of president

13.6 In the event that there is only one nomination for the position of president then that candidate is deemed to be elected president.

13.7 If there are no nominations for the position of president, nominations may be received at the annual general meeting. Nominations made under this rule may only be made by those present at the annual general meeting.

13.8 If the number of nominations for president exceeds one, then a ballot shall be held at the annual general meeting to elect a president, subject to subsection 4. Such election is to be by secret ballot.

Nomination as president and/ordinary board member

13.9 A candidate may be nominated for election as president and ordinary board member. If a candidate nominates for both positions and is elected as president, the nomination as an ordinary board member lapses.

Election of ordinary board members

13.10 If insufficient nominations are received to fill all ordinary vacancies on the board, the candidates nominated are to be deemed to be elected as ordinary board members and the new board may fill the remaining vacancies as though they were casual vacancies under section 12.4.

13.11 If the number of nominations of ordinary board members received is equal to the number of vacancies to be filled, the candidates nominated are to be deemed to be elected as ordinary board members.

13.12 If the number of nominations received for ordinary board members exceeds 10 then a ballot must be held at the annual general meeting to elect persons to those positions, subject to subsection 4. Such election is to be by secret ballot.

13.14 At the first board meeting after the annual general meeting, the board will elect three ordinary board members to be the office bearers referred to in section 12.1a (ii to iv), such appointments having immediate effect.

13.15 In the event that the office of president becomes vacant under section 15.1 or the president becomes incapacitated or otherwise unable to fulfil their duties, the president's position is deemed to be vacant and the vice-president is to be appointed president until the next annual general meeting and a casual vacancy will arise in the position of vice-president, which is to be filled in accordance with section 12.4.

14 Duties of office-bearers

14.1 The duties of office-bearers of the society are to be determined from time to time by resolution of the board and recorded in the by-laws.

15 Vacancies

15.1 For the purposes of this constitution, a vacancy in the office of a member of the board occurs if the member —

- (a) dies; or
- (b) ceases to be a member of the society; or
- (c) resigns from office; or
- (d) is removed from office under section 16; or
- (e) becomes bankrupt or personally insolvent; or
- (f) suffers from mental or physical incapacity; or
- (g) is disqualified from office under section 63 (1) of the Act; or

(h) is absent without the consent of the board members from three consecutive meetings of the board; or

(i) has been convicted of an offence against children.

16 Removal of board members

16.1 The board may by resolution of 75% of the members of the board present at the meeting remove any member of the board before the end of the member's term of office, if the member has in the opinion of those voting on the resolution:

(a) persistently refused or neglected to comply with a provision of this constitution; or

(b) persistently and wilfully acted in a manner prejudicial to the interests of the society; or

(c) persistently and wilfully acted in a manner prejudicial to the interests of the board.

16.2 A resolution of the board under subsection 1 is of no effect unless the board confirms the resolution in accordance with this section.

16.3 Where the board passes a resolution under subsection 1, the secretary must, as soon as practicable, cause a notice in writing to be served on the member:

(a) setting out the resolution of the board and the grounds on which it is based;

(b) stating that the member may address the board at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;

(c) stating the date, place and time of that meeting; and

(d) informing the member that the member may do either or both of the following;

(i) attend and speak at that meeting;

(ii) submit to the board at or prior to the date of that meeting written representations relating to the

resolution.

16.4 Subject to section 50 of the Act, at a meeting of the board mentioned in subsection 1, the board must:

- (a) give to the member mentioned in subsection 1 an opportunity to make oral representations;
- (b) give due consideration to any written representations submitted to the board by that member at or prior to the meeting; and
- (c) by resolution determine whether to confirm or to revoke the resolution of the board made under subsection 1.

16.5 Where the board confirms a resolution under subsection 4, the secretary must, within seven days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under subsection 7.

16.6 A resolution confirmed by the board under subsection 4 does not take effect:

- (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
- (b) where within that period the member exercises the right of appeal, unless and until the society confirms the resolution in accordance with section 10.4.

16.7 A member may appeal to the society in general meeting against a resolution of the board which is confirmed under section 16.4, within seven days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

16.8 Upon receipt of a notice under subsection 7, the secretary must notify the board which will convene a general meeting of the society to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.

16.9 Subject to section 50 of the Act, at a general meeting of the society convened under subsection 8:

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

(b) the board and the member are to be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and

(c) the members present will vote by secret ballot on the question of whether the resolution made under subsection 4, that the resolution is confirmed or revoked.

16.10 If the meeting passes a special resolution in favour of the confirmation of the resolution made under subsection 4, that resolution is confirmed.

17 Board meetings and quorum

17.1 The board is to meet at least once quarterly in each calendar year at the place and time that the board may decide.

17.2 Additional meetings of the board may be convened by a number of members equalling a quorum under subsection 5.

17.3 Oral or written notice of a meeting of the board is to be given by the secretary to each member of the board at least 48 hours (or any other period as may be unanimously agreed on by the members of the board) before the time appointed for the holding of the meeting.

17.4 Notice of a meeting given under subsection 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 majority of the board members present at the meeting agree to treat as business which should be discussed.

17.5 Any six members of the board constitute a quorum for the transaction of the business of a meeting of the board.

17.6 No business is to be transacted by the board unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting stands 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.

17.7 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.

17.8 At meetings of the board:

(a) the president or in the absence of the president, the vice-president is to preside; or

(b) if the president and the vice-president are absent, one of the remaining members of the board may be chosen by the members present to preside.

17.9 Any members of the board who have a material interest in any contract or arrangement made, or proposed to be made with the society, must disclose their interest at the meeting of the board at which that contract or arrangement is first taken into consideration if their interest then exists, or in any other case at the first meeting after the acquisition of their interest. The member may not vote in respect of any such contract or arrangement. All declarations of interest under subsection 9 are to be recorded in the minutes of the board.

17.10 Where a paid secretary or other administrative officer or an employee of the society is present at board meeting they have the right to speak when invited to do so but no right to vote.

18 Delegation by board to committees

18.1 The board may, in writing, delegate to one or more committees (consisting of such member or members of the society as the board thinks fit) the exercise of such of the functions of the board as are specified in the instrument, other than:

(a) this power of delegation; and

(b) a function which is a function imposed on the board by the Act, by any other Territory law, or by resolution of the society in general meeting.

18.2 A function, the exercise of which has been delegated to a committee under this rule, may, while the delegation remains unrevoked, be exercised from time to time by the committee in

accordance with the terms of the delegation.

18.3 A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function, or as time or circumstances, as may be specified in the instrument of delegation.

18.4 Despite any delegation under this rule, the board may continue to exercise any function delegated.

18.5 Any act or thing done or suffered by a 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 board.

18.6 The board may, in writing, revoke wholly or in part any delegation under this rule.

18.7 A committee may meet and adjourn as it thinks appropriate.

18.8 All committee members must be members of the society, however, a committee may from time to time request the attendance of non-members at committee meetings. Non-members are entitled to speak, but not vote, at those committee meetings.

19 Voting and decisions

19.1 Questions arising at a meeting of the board or of any committee appointed by the board are decided by a majority of the votes of members of the board or committee present at the meeting.

19.2 Each member present at a meeting of the board or of any committee appointed by the board (including the person presiding at the meeting) is entitled to one vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

19.3 Subject to section 17, the board may act despite any vacancy on the board.

PART IV - GENERAL MEETINGS

20 Annual general meetings — holding of

20.1 The society must, at least once in each calendar year and within five months after the end of each financial year of the society, call an

annual general meeting of its members.

20.2 Subsection 1 has effect subject to the powers of the Registrar of Incorporated Associations under section 120 of the Act in relation to extensions of time.

21 Annual general meetings — calling of and business at

21.1 The annual general meeting of the society must, subject to the Act, be called on the date and at the place and time that the board considers appropriate.

21.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is:

- (a) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting;
- (b) to receive from the board reports on the activities of the society during the last financial year;
- (c) to elect the president and other members of the board; and
- (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under section 73.1 of the Act.

21.3 An annual general meeting must be specified as such in the notice calling it in accordance with section 23.

21.4 An annual general meeting must be conducted in accordance with the provisions of this part.

22 General meetings — calling of

22.1 The board may, whenever it considers appropriate, call a general meeting of the society.

22.2 The board must, on the requisition in writing of not less than 25 per cent of the total number of members, call a general meeting of the society.

22.3 A requisition of members for a general meeting:

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

22.4 If the board fails to call a general meeting within one month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may call a general meeting to be held not more than three months after that date.

22.5 A general meeting called by a member or members referred to in subsection 4 is to be called as nearly as is practicable in the same way as general meetings are called by the board and any member who thereby incurs expense is entitled to be reimbursed by the society for any reasonable expense so incurred.

23 Notice

23.1 Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the society or where the meeting is an annual general meeting, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, send by pre-paid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

23.2 Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the society, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, send to each member in the manner provided in subsection 1 specifying, in addition to the matter required under that subsection, the intention to propose the resolution as a special resolution.

23.3 At least 28 days before the date fixed for the holding of an annual general meeting the secretary must send by pre-paid post to each member at the member's address a notice:

- (a) specifying the place, date and time of the meeting;
- (b) specifying the nature of the business proposed to be transacted at that meeting;
- (c) inviting nominations for candidates under section 13.1; and
- (d) notifying members that they may request to take part in the ballot for the election of president and board members by postal vote.

23.4 No business other than that specified in the notice calling a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under section 21.2.

23.5 A member desiring to bring any business before a general meeting may give written notice 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.

24 General meetings — procedure and quorum

24.1 No item of business may be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

24.2 Six members present in person (who are entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

24.3 If within half an hour after the appointed time for the start of a general meeting a quorum is not present, the meeting if called on the requisition of the members is dissolved and in any other case stands 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.

24.4 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the start of the meeting, the members present (being not less than three) constitute a quorum.

25 Presiding member

25.1 The president, or in the absence of the president, the vice-president, presides at each general meeting of the society.

25.2 If the president and the vice-president are absent from the general meeting, the members present are to elect one of their number to preside at the meeting.

26 Adjournment

26.1 The person presiding at 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.

26.2 If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the society stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

26.3 Except as provided in subsections 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.

27 Making of decisions

27.1 A question arising at a general meeting of the society is to be determined on a show of hands and, unless a poll is demanded, a declaration by the person presiding 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 society, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

27.2 At a general meeting of the society, a poll may be demanded by the person presiding or by not less than three members present in person or by proxy at the meeting.

27.3 If the poll is demanded at a general meeting, the poll must be taken:

(a) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or

(b) in any other case, in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

28 Voting

28.1 Subject to subsection 3, on any question arising at a general meeting of the society a member has one vote only.

28.2 All votes must be given personally, unless the vote is on the election of the president and ordinary board members and is given by postal ballot.

28.3 Except on the election of the president and ordinary board members, if the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.

28.4 A member is not entitled to vote at any general meeting of the society unless all money due and payable by the member to the society has been paid, other than the amount of the annual subscription payable for the then current year.

PART V — MISCELLANEOUS

29 Funds — source

29.1 The funds of the society are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the society in general meeting and subject to section 114 of the Act, any other sources as the board decides.

29.2 All money received by the society must be deposited as soon as practicable and without deduction to the society's bank account.

29.3 The society must, as soon as practicable after receiving any money, issue an appropriate receipt.

30 Funds — management

30.1 Subject to any resolution passed by the society in general meeting, the funds of the society must be used for the objects of the society in the way that the board decides.

30.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the board or employees of the society, being members of the board or employees or contractors authorised to do so by the board.

30.3 Financial statements must be prepared quarterly by the treasurer for presentation to the board, or for each board meeting if the board meets more frequently.

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

31 Alteration of objects and rules

Neither the objects of the society referred to in section 29 of the Act nor this constitution may be altered except in accordance with the Act.

32 Custody of books

Subject to the Act, the regulation and this constitution, the secretary must keep in his or her control all records, books and other documents relating to the society.

33 Inspection of books

The financial records, books and other documents of the society must be open for inspection at a place in the Territory, free of charge, by a member of the society at any reasonable hour, subject to the condition that all members agree to maintain the confidentiality of such information.

34 Service of notices

34.1 For this constitution, the association may serve a notice on a member —

- (a) by giving it to the individual; or
- (b) by sending it by prepaid post, addressed to the individual, to a home or business address of the individual; or
- (c) by faxing it to a fax number of the individual; or
- (d) by emailing it to an email address of the individual; or
- (e) by leaving it, addressed to the individual, at a home or business address of the individual with someone who appears to be at least 16 years old and to live or be employed at the address.

Note For how documents may be served, see the Legislation Act, Part 19.5.

34.2 If a document is sent to a person by properly addressing, prepaying and posting to the person an envelope containing the document, the document is, unless the contrary is proved, deemed for the purposes of this constitution to have been served on the person at the time at which the envelope would have been delivered in the ordinary course of post.

35 Surplus property

If the organisation is wound up or if endorsement of the organisation as a deductible gift recipient is revoked, the following assets remaining after the payment of the organisation's liabilities shall be transferred to a fund, authority or institution to which tax deductible gifts can be made:

- (a) gifts of money or property for the principal purpose of the organisation;
- (b) contributions made in relation to an eligible fundraising event held for the principal purpose of the organisation; and
- (c) money received by the organisation because of such gifts and contributions.

36 Public officer

36.1 A public officer of the society is to be appointed by the board at the times specified in, and in accordance with the provisions of the Act.

36.2 The office of public officer will become vacant if the public officer resigns from office, dies or ceases to reside in the Australian Capital Territory and district or for any other cause set out in section 64(2) of the Act.

36.3 If a vacancy occurs in the office of the public officer the board must within 14 days after the vacancy occurred appoint a person to fill the vacancy.

37 New board

Despite any other provision in this constitution, if no existing members of the board are able to continue, then any member of the society has the power in this instance to call a special general meeting to form a new board.

APPENDIX

APPLICATION FOR MEMBERSHIP OF SOCIETY

Section 3.1

_____ INCORPORATED

I, _____

of _____
(address)

_____ hereby apply to
(occupation)

become a member of the above-named incorporated society. In the event of my admission as a member, I agree to be bound by the rules of the society. for the time being in force.

(signature of applicant)

Date _____

I, _____
(full name)

a member of the society nominate the applicant, who is personally known to me, for the membership of the society.

(signature of proposer)

Date _____

I, _____
(full name)

a member of the society. nominate the applicant, who is personally known to me, for the membership of the society.

(signature of proposer)

Date _____