



PrintRadio
TASMANIA

Turning print into sound

CONSTITUTION

Modified October 2023

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1. Name of the Association

The name of the Association is **Print Radio Tasmania Inc.**
(in these rules called “the Association”).

2. Interpretation

In these rules, unless the contrary intention appears –

Accounting Records has the same meaning as in the Act;

Act means the *Associations Incorporation Act 1964* (Tas.);

Annual General Meeting means an annual general meeting of the Association held under rule 15;

Association means the association referred to in rule 1;

Association has the same meaning as in the Act;

Auditor means the person appointed as the auditor of the Association under rule 12;

Authorised Deposit-taking Institution means a body corporate that is an authorised deposit-taking institution for the purposes of the Commonwealth *Banking Act 1959*;

Basic objects of the Association means the objects and purposes of the Association as stated in an application under section 7 of the Act for the incorporation of the Association;

Committee means the Committee of Management of the Association referred to in rule 26;

Committee Member means a member of the Committee for the time being;

General Meeting means a general meeting of members convened in accordance with rule 15;

Officer of the Association means a person elected as an officer of the Association at an annual general meeting or appointed as an officer of the Association under rule 27 (4);

Ordinary business of an annual general meeting means the business specified in rule 15(5);

Ordinary Committee Member means a member of the Committee other than an officer of the Association;

People with a Print Disability means people who, for whatever reason are unable to access the printed word;

Public Officer means the person who is, under section 14 of the Act, the Public Officer of the Association;

Special Committee Meeting means a meeting of the committee that is convened under rule 31(2) by the President or any four of the members of the Committee;

Special General Meeting means a Special General Meeting of the Association convened under rule 16;

Special Resolution means a resolution passed by a majority of not less than three-quarters of such members of the Association entitled under the rules of the Association to vote as may be present in person at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

3. Association's Office

The office of the Association shall be at 136 Davey Street, Hobart or such other place as the Committee may from time to time determine.

4. Objects and Purposes of the Association

The objects and purposes of the Association consist of the basic objects of the Association and the following objects and purposes -

- (a) to install and operate a radio station providing information to People with a Print Disability;
- (b) to ascertain and meet the needs of People with a Print Disability;
- (c) to encourage the participation of People with a Print Disability in its broadcast services;
- (d) the purchase, taking on lease or in exchange, hire or other acquisition of any real or personal property necessary or convenient for any of the objects or purposes of the Association;
- (e) the purchase, sale or supply of, or other dealing in, goods;

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- (f) the construction, maintenance or alteration of any building or works necessary or convenient for any of the objects or purposes of the Association;
 - (g) the acceptance of a gift for any of the objects or purposes of the Association;
 - (h) the taking of any step the Committee, or the members of the Association at a general meeting, determine expedient for the purpose of procuring contributions to the funds of the Association;
 - (i) the printing or publication of any newspaper, periodical, book, leaflet or other document the Committee, or the members of the Association at a general meeting, determine desirable for the promotion of any of the objects or purposes of the Association;
 - (j) the borrowing and raising of money in any manner and on terms –
 - (i) the Committee thinks fit; or
 - (ii) approved or directed by resolution passed at a general meeting;
 - (k) subject to the provisions of the *Trustee Act 1898*, the investment, in any manner the Committee determines, of any money of the Association not immediately required for any of the objects or purposes of the Association;
 - (l) the making of a gift, subscription or donation to any of the funds, authorities or institutions to which section 78A of the *Income Tax Assessment Act 1936* of the Commonwealth relates;
 - (m) the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes or conveniences calculated to benefit employees or past employees of the Association and their dependants, and the granting of pensions, allowances or other benefits to employees or past employees of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;
 - (n) the establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Association;
 - (o) the purchase, or acquisition, and the undertaking of all or part of the property, assets, liabilities or engagements of any association with which the Association is amalgamated in accordance with the provisions of the Act and the rules of the Association;
 - (p) the doing of any lawful thing incidental or conducive to the attainment of the objects or purposes of the Association.

5. Membership of the Association

- (1) A person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Association on payment of the annual subscription prescribed in or fixed under, these rules.
- (2) A person who is not a member of the Association at the time of the incorporation of the Association shall not be admitted to membership –
 - (a) unless the person is nominated as provided in sub-rule (3) of this rule and
 - (b) the person is approved for membership by the Committee.
- (3) A nomination of a person for membership of the Association shall be
 - (a) made in writing, signed by two members of the Association;
 - (b) accompanied by the written consent of the person nominated (which may be endorsed on the form of nomination); and
 - (c) lodged with the Public Officer of the Association.
- (4) As soon as practicable after the receipt of the nomination the Public Officer shall refer the nomination to the Committee.
- (5) If the nomination is approved by the Committee the Public Officer shall-
 - (a) notify the nominee in writing that the nominee has been approved for membership of the Association, and
 - (b) on receipt of the amount payable by the nominee as the first annual subscription, enter the nominee's name in the register of members whereupon the nominee becomes a member of the Association.
- (6) The Committee may decide to reject the membership application if:
 - (a) the applicant's aims or views or conduct are not consistent with the objects and purposes of the Association.
 - (b) the applicant has demonstrated prejudice or rudeness towards people with disability.
 - (c) the applicant has previously been a member of the Association and has not followed the rules of the Association, paid their membership dues, or has caused other members of the Association to feel uncomfortable in their interactions with the applicant.
 - (d) there has been significant conflict between the applicant and other Association members.
 - (e) the applicant is a member of a rival organization.

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- (f) the Committee believes that the reasons for the application are not for the benefit, objects and/or purposes of the Association but for the personal or commercial benefit of the applicant and/or his or her colleagues in some way.
 - (g) the Committee believes that the reasons for the application are not for the benefit, objects and/or purposes of the Association but in order to achieve victory in some internal political contest (e.g. an attempt at “Branch stacking”)
 - (h) the Committee believes that the reasons for the application are not genuinely for the best interests and objects and/or purposes of the Association.
- (7) If the Committee has rejected an application for membership reasons for that rejection must be given to the applicant.
- (8) Right to appeal refusal of membership
- (a) An applicant who has been refused membership may appeal to the Association within 10 business days after written notice of the decision is served to the applicant, by lodging a notice of appeal with the secretary.
 - (b) On receipt of the notice of appeal, the secretary must notify the Committee as soon as reasonably practicable. A Committee meeting must be held within 28 days after the date on which the secretary received the notice of appeal, to consider the decision to refuse membership, and the applicant shall be invited to attend the meeting.
 - (c) At the Committee meeting, the applicant shall be afforded a reasonable opportunity to be heard. If the applicant is not able to attend, they may make a written statement for consideration at the Committee meeting.
 - (d) If the decision to refuse the applicant’s membership application is upheld at a meeting of the Committee, members of the Committee must provide reasons for the refusal of membership to the applicant by way of written notice.
 - (e) If the appeal is upheld at a committee meeting, the applicant will be granted membership.
 - (f) Any written notice provided to the applicant pursuant to the above procedures may be given by pre-paid post, hand delivery or email. Any such notice will be deemed to have been received:
 - (i) if served by post, four business days after being posted;
 - (ii) when delivered by hand; or,
 - (iii) if sent by email, when the email is confirmed to have been sent from the sender's server, provided that if the notice is deemed under this clause to have been received on a day other than a business day, then it will be deemed to have been received on the next business day.

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- (9) A member shall only have the right to vote at an election of the Committee after they have held membership for one year.
- (10) A member of the Association may, at any time, resign from the Association by delivering or sending by post or electronic means to the Public Officer a written notice of resignation.
- (11) Upon receipt of a notice under sub-rule (6) of this rule, the Public Officer shall remove the name of the member by whom the notice was given from the register of members, whereupon that member ceases to be a member of the Association.
- (12) The Public Officer is to maintain, or establish and maintain, a register of members containing:-
- (a) the name of each member of the Association and the date on which he or she became a member,
 - (b) the member's residential or postal address or address of business or employment,
 - (c) an email address, if any, that the member has nominated to which notices from the Association may be sent, and
 - (d) the names of each person who has ceased to be a member of the Association and the date on which that person's membership ceased.

6. Liability of Members

- (1) A right, privilege or obligation of a person by virtue of his or her membership of the Association –
- (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of his or her membership, whether by death, resignation or otherwise.
- (2) If the Association is wound up, each person who was, immediately before the Association is wound up, a member of the Association, and each person who was a member of the Association within the period of twelve (12) months immediately preceding the commencement of the winding-up, is liable to contribute –

- (a) to the assets of the Association for payment of the liabilities of the Association; and
 - (b) for the costs, charges and expenses of the winding-up; and
 - (c) for the adjustment of the rights of the contributors among themselves.
- (3) Any liability under sub-rule (2) is not to exceed Two Dollars (\$2.00).
- (4) Despite sub-rule (2), a former member of the Association is not liable to contribute under that sub-rule in respect of any liability of the Association incurred after he or she ceased to be a member.

7. Honorary Life Membership of the Association

- (1) Any member of the Association may nominate another member for the award of honorary life membership of the Association under the following circumstances:
- (a) The proposed life member has been a member of the Association, in good standing, for not less than five consecutive years and
 - (b) The proposed life member has given outstanding and meritorious service to the Association.
- (2) The Committee of the Association shall consider the merit of the nomination and decide by majority vote whether or not to confer honorary life membership upon the nominee.
- (3) Honorary life members shall be exempt from further payment of the Association's annual subscription.

8. Dissolution of Association or Revocation

- (1) Subject to Section 32 of the Act the Association may be dissolved by a three quarter majority of members present and voting at a General Meeting.
- (2) If upon the dissolution of the Association there remains any property or assets, the same shall not be distributed or paid to any member of the Association but shall be dispersed to such Association, groups and societies which have like objects and purposes to the Association and which are public benevolent

institutions for the purposes of any Commonwealth taxation Act in a manner decided upon by a majority of the Members at the General Meeting which passes the motion of dissolution and subject to Section 33 of the Act.

- (3) If the Association is dissolved or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of the following assets shall be transferred to another organisation in Australia which is a public benevolent institution which has similar objects, which is charitable at law, to which income tax deductible gifts can be made:
- (a) gifts of money or property for the principal purpose of the Association;
 - (b) contributions made in relation to an eligible fund raising event held for the principal purpose of the Association; and
 - (c) money received by the Association because of such gifts and contributions.

9. Income and Property of the Association

- (1) The income and property of the Association, however derived, shall be applied solely towards the promotion of the objects and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member of the Association unless the payment or transfer is made in accordance with this rule.
- (2) A member who is an employee of the Association may with the consent of a majority decision of the Committee stand for election to the Committee or accept appointment by the Committee to fill a casual vacancy on the Committee.
- (3) The Association may-
- (a) pay a person or member of the Association-
 - (i) remuneration in return for services rendered to the Association, or for goods supplied to the Association, in the ordinary course of business of the person or member; or
 - (ii) remuneration that constitutes a reimbursement of out-of-pocket expenses incurred by the person or member for any of the objects of the Association; or
 - (iii) interest at a rate not exceeding 7.25% on money lent to the Association by the person or member; or

- (iv) a reasonable amount by way of rent for premises, or a part of premises, let to the Association by the person or member; and
 - (b) pay a member of the Committee remuneration in return for carrying out the functions of a member of the Committee; and
 - (c) pay a member of a Sub-Committee remuneration in return for carrying out the functions of a member of the Sub-Committee; and
 - (d) if so requested by or on behalf of any other association, organisation or body, appoint or nominate a member of the Association to an office in that other association, organisation or body.
- (4) Despite sub-rules (3)(a), (3)(b) and (3)(c) the Association –
 - (a) with the exception of salaries received by appointees from their employment by the Association shall not pay a person or member any amount exceeding Five Hundred Dollars (\$500) in a calendar year under those sub-rules unless the Association or the Committee has first obtained and accepted independent advice as to both the appropriateness and quantum of the proposed payment and approved the payment.
 - (b) shall not pay a person or a member of the Association any amount under those sub-rules unless the Association or the Committee has first approved that payment.
- (5) Despite sub-rule (3)(d) the Association shall not appoint or nominate a member of the Association under that sub-rule to an office in respect of which remuneration is payable unless the Association or Committee has first approved both the appointment for nomination and the receipt of remuneration by the nominated member.

10. Accounts of Receipts and Expenditure

- (1) True accounts are to be kept of the following:
 - (a) each receipt or payment of money by the Association and the matter in respect of which the money was received or paid;
 - (b) each asset or liability of the Association.

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- (2) The accounts are to be open to inspection by the members of the Association at any reasonable time and in any reasonable manner determined by the Committee.
 - (3) The Treasurer of the Association is to keep all accounting books and general records and records of receipts and payments connected with the business of the Association in the form and manner the Committee determines.
 - (4) The accounts, books and records are to be kept at the Association's office or at any other place the Committee determines.

11. Banking and Finance

- (1) The Treasurer of the Association shall, on behalf of the Association, receive all money paid to the Association and as soon as practicable after the receipt thereof issue an official receipt in respect of the money.
- (2) The Committee shall cause to be opened with such authorised deposit-taking institution as the Committee from time to time selects an account in the name of the Association into which all money received shall be paid by the Treasurer as soon as practicable after it is received.
- (3) The Committee may -
 - (a) receive from an authorised deposit-taking institution a cheque drawn by the Association on any of the Association's accounts with the authorised deposit-taking institution; and
 - (b) release or indemnify the authorised deposit-taking institution from or against any claim, or action or other proceeding, arising directly or indirectly out of the drawing of that cheque.
- (4) Except with the authority of the Committee, no payment of a sum exceeding one hundred (100) dollars shall be made from the funds of the Association otherwise than:-
 - (a) by cheque drawn on the Association's account; or
 - (b) by the electronic transfer of funds from the Association's account to another account at an authorised deposit-taking institution,but the Committee may provide the Treasurer with an amount of money to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the Committee may impose.

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- (5) No cheques shall be drawn on the Association's account and no amount shall be electronically transferred from the Association's account to another account at an authorised deposit-taking institution except for the purpose of making a payment that has been authorised by the Committee.
 - (6) All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by the Treasurer or, in his or her absence, by such other member or members of the Committee as the Committee may nominate for that purpose, and shall be countersigned by one other officer of the Association designated by the Committee for the purpose.
 - (7) In the normal course of business an electronic transfer of an amount from the Association's account to another account at an authorised deposit-taking institution shall be authorised by the Treasurer of the Association or, in the Treasurer's absence, by any other member of the Committee nominated by the Committee for that purpose.
 - (8) An exception to sub-rule (7) applies to the investment of temporarily surplus funds of the Association, in which case any two of the members of the Committee nominated by the Committee to manage the investment of surplus funds may authorise the transfer of funds.

12. Auditor

- (1) At each annual general meeting, the members of the Association present at the meeting are to appoint a person as the auditor of the Association.
- (2) If an auditor is not appointed at an annual general meeting under sub-rule (1), the Committee is to appoint a person as the auditor of the Association as soon as practicable after that annual general meeting.
- (3) The auditor is to hold office until the next annual general meeting and is eligible for re- appointment.
- (4) The first auditor –
 - (a) may be appointed by the Committee before the first annual general meeting; and
 - (b) if so appointed, holds office until the end of the first annual general meeting unless earlier removed by a resolution of the members of the Association at a general meeting.
- (5) If the first auditor is appointed by the Committee under sub-rule (4)(a) and subsequently removed at a general meeting under sub-rule (4)(b), the members of

the Association, at that general meeting, may appoint an auditor to hold office until the end of the first annual general meeting.

(6) Except as provided in sub-rule (4)(b), the auditor may be removed from office by special resolution only.

(7) If a casual vacancy occurs in the office of auditor, the Committee is to appoint a person to fill the vacancy until the end of the next annual general meeting.

13. Audit of Accounts

- (1) The auditor is to audit the financial affairs of the Association at least once in each financial year of the Association.
- (2) The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to –
 - (a) certify as to the correctness of the accounts of the Association; and
 - (b) at the next annual general meeting provide a written report to the members of the Association who are present at that meeting.
- (3) In the report and in certifying the accounts, the auditor is to –
 - (a) specify the information, if any, that he or she has required under sub-rule (5)(b) and obtained; and
 - (b) state whether, in his or her opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the information at his or her disposal; and
 - (c) state whether the rules relating to the administration of the funds of the Association have been observed.
- (4) The Public Officer is to deliver to the auditor a list of all the accounting records, books and accounts of the Association.
- (5) The auditor may –
 - (a) have access to the accounting records, books and accounts of the Association; and
 - (b) require from any employee of, or person who has acted on behalf of, the Association any information the auditor considers necessary for the performance of his or her duties; and

(c) employ any person to assist in auditing the financial affairs of the Association; and

(d) examine any member of the Committee, or any employee or person who has acted on behalf of the Association, in relation to the accounting records, books and accounts of the Association.

14. Exemptions under the Act

- (1) For any financial year that the Association is exempt from the requirement to be audited by virtue of section 24(1B) or (1C) of the Act –
 - (a) an auditor is not required to be appointed for that financial year under rule 12 unless the Association elects to have the financial affairs of the Association for that financial year audited in accordance with the Act and these rules; and
 - (b) if an auditor is not appointed for a financial year by virtue of paragraph (a) –
 - (i) rules 12 and 13 do not apply in respect of the Association for that financial year; and
 - (ii) rule 15(5)(b), to the extent that it relates to an auditor, does not apply in respect of the annual general meeting held by the Association in respect of that financial year; and
 - (iii) rule 15(5)(d) does not apply in respect of the annual general meeting held by the Association in respect of that financial year.
- (2) For any financial year that the Association is exempt from the requirement to provide an annual return by virtue of section 24(1B) of the Act, the Committee must provide, as part of the ordinary business of the annual general meeting for that financial year, a copy of the annual financial report given under the *Australian Charities and Not-for-profits Commission Act 2012* of the Commonwealth in respect of that financial year.

15. Annual General Meeting

- (1) The Association shall, in each year, hold an Annual General Meeting.
- (2) The Annual General Meeting shall be held on such day (being not later than five months after the close of the financial year of the Association) as the Committee may determine.

- (3) The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.
- (4) The purpose of the Annual General Meeting shall be specified in the notice convening it.
- (5) The ordinary business of the Annual General Meeting shall be –
 - (a) to confirm the minutes of the last preceding Annual General Meeting, and of any general meeting held in the same year;
 - (b) to receive from the Committee, auditor and servants of the Association, reports upon the transactions of the Association during the last preceding financial year;
 - (c) to elect the officers of the Association and the ordinary members of the Committee; and
 - (d) to appoint the auditor and determine his or her remuneration.
- (6) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.
- (7) All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
- (8) Minutes of proceedings of an Annual General Meeting are to be kept in the minute book of the Association by the Public Officer or, in the absence from the meeting of the Public Officer, by an officer of the Association who is nominated by the chairperson of the meeting.

16. Special General Meetings

- (1) The Committee may convene a Special General Meeting of the Association at any time.
- (2) The Committee, on the requisition in writing of at least ten (10) members of the Association, is to convene a Special General Meeting of the Association.
- (3) A requisition for a Special General Meeting –
 - (a) is to state the objects of the meeting; and

- (b) is to be signed by each of the requisitionists; and
 - (c) is to be deposited at the office of the Association; and
 - (d) may consist of several documents, each signed by one or more of the requisitionists.
- (4) If the Committee does not cause a Special General Meeting to be held within 21 days after the day on which a requisition is deposited at the office of the Association, any one or more of the requisitionists may convene the meeting within 3 months after the day on which the requisition is deposited at the office of the Association.
 - (5) A Special General Meeting convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a Special General Meeting would be convened by the Committee.
 - (6) All reasonable expenses incurred by requisitionists in convening a Special General Meeting are to be refunded by the Association.
 - (7) A Special General Meeting in which amendments to the Constitution are proposed may only be held in accordance with Rule 25 herein.

17. Notices of General Meetings

- (1) At least 14 days before the day on which a general meeting of the Association is to be held, the Public Officer is to publish a notice specifying –
 - (a) the place, day and time at which the meeting is to be held; and
 - (b) the nature of the business that is to be transacted at the meeting.
- (2) A notice is published for the purposes of sub-rule (1) if the notice –
 - (a) is contained in an advertisement appearing in at least one newspaper circulating in Tasmania; or
 - (b) appears on a website or at an electronic address of the Association; or
 - (c) is sent to each member of the Association at –
 - (i) the member’s postal or residential address or address of business or employment; or
 - (ii) an email address that the member has nominated as the email address to which notices from the Association may be sent; or

(d) is given by another means determined by the Public Officer that is reasonably likely to ensure that the members of the Association will be notified of the notice.

18. Business and Quorum at General Meetings

- (1) All business transacted at a general meeting other than the ordinary business of an annual general meeting is special business.
- (2) 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 when the meeting is considering that item.
- (3) Ten (10) members personally present (being members entitled under these rules to vote thereat) constitute a quorum for the transaction of the business of a general meeting.
- (4) If a quorum is not present within one hour after the time appointed for the commencement of a general meeting, the meeting –
 - (a) if convened on the requisition of members of the Association, is dissolved; or
 - (b) if convened by the Committee, is to be adjourned to the same day in the next week at the same time and –
 - (i) at the same place; or
 - (ii) at any other place specified by the chairperson –
 - (A) at the time of the adjournment; or
 - (B) by notice in a manner determined by the chairperson.
- (5) If at an adjourned general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.

19. Chairperson at General Meetings

The chairperson at each general meeting of the Association shall be the President or, in the absence of the President, the Vice-President or, in the absence of both of them, a member of the Association elected to preside

by the members of the Association present and entitled to vote at the general meeting.

20. Adjournment of General Meetings

- (1) The chairperson of a general meeting at which a quorum is present may adjourn the meeting with the consent of the members of the Association who are present and entitled to vote at the meeting, 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 meeting is adjourned for fourteen (14) days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
- (3) If a meeting is adjourned for less than 14 days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

21. Determination of Questions Arising at General Meetings

- (1) A question arising at a general meeting of the Association is to be determined on a show of hands.
- (2) A declaration by the chairperson that a resolution has, on a show of hands, been lost or carried, or been carried unanimously or carried by a particular majority, together with an entry to that effect in the minute book of the Association, is evidence of that fact unless a poll is demanded on or before that declaration.

22. Votes

- (1) Upon any question at a general meeting of the Association a member (including the chairperson) has one vote only.
- (2) All votes shall be given personally.
- (3) Despite sub-rule (1), in the case of an equality of voting on a question the chairperson of the meeting is entitled to exercise a second or casting vote.

23. Taking of Poll

If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the chairperson may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.

24. When Poll to be Taken

A poll that is demanded on the election of a chairperson or on a question of adjournment shall be taken immediately and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the chairperson may direct.

25. Change of Constitution

Amendments to the Constitution may be proposed at the Annual General Meeting or at a Special General Meeting provided that:

- (a) such proposed amendment shall be submitted to the Committee at least four (4) weeks before the Annual or Special General Meeting;
- (b) proposed amendments are signed by at least five (5) members;
- (c) details of proposed amendments have been communicated to all members eligible to vote at the Annual or Special General Meeting by the Secretary of the Committee three (3) weeks prior to the Annual or Special General Meeting; and
- (d) a three-quarters majority of members present and voting at the Annual or Special General Meeting shall be required to effect such proposed amendments.

26. Affairs of the Association to be Managed by a Committee

- (1) The affairs of the Association shall be managed by a Committee of Management constituted as provided in Rule 28.
- (2) The Committee:-
 - (a) shall control and manage the business and affairs of the Association;

- (b) may, subject to these rules, exercise all such powers and functions as may be exercised by the Association, other than those powers and functions that are required by these rules to be exercised and performed by members of the Association at a general meeting; and
- (c) subject to the Act and these rules, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.

27. Officers of the Association

- (1) The officers of the Association are as follows:
 - (a) the president;
 - (b) the vice-president;
 - (c) the treasurer;
 - (d) the secretary.
- (2) Subject to sub-rule (4), the officers of the Association are to be elected in accordance with rule 29.
- (3) Each officer of the Association is to hold office until the end of the next annual general meeting after that at which he or she is elected and is eligible for re-election.
- (4) If a casual vacancy in an office referred to in sub-rule (1) occurs, the Committee may appoint one of its members to fill the vacancy until the end of the next annual general meeting after the appointment.
- (5) If an office referred to in sub-rule (1) is not filled at an annual general meeting, there is taken to be a casual vacancy in the office.

28. Constitution of the Committee of Management

- (1) The Committee of Management consists of -
 - (a) the officers of the Association; and

- (b) at least three (3) and up to a maximum of five (5) other members, all of whom shall be elected at the Annual General Meeting of the Association in each year or appointed in accordance with this rule.

- (2) An ordinary committee member is to hold office until the end of the next annual general meeting after that at which he or she is elected and is eligible for re-election.

- (3) If a casual vacancy occurs in the office of an ordinary committee member, the Committee may appoint a member of the Association to fill the vacancy until the end of the next annual general meeting after the appointment.

- (4) If an office of an ordinary committee member is not filled at an annual general meeting, there is taken to be a casual vacancy in the office.

29. Election of Members of the Committee of Management.

- (1) Nominations of candidates for election as officer of the Association or as an ordinary member of the Committee of Management shall -
 - (a) be made in writing signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination) and
 - (b) be delivered to the Public Officer of the Association at least ten days before the date fixed for the holding of the Annual General Meeting;

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

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

- (4) If the number of nominations received exceeds the number of vacancies on the committee to be filled, a ballot is to be held.

- (5) If the number of further nominations received at the annual general meeting exceeds the number of remaining vacancies on the committee to be filled, a ballot is to be held in relation to those further nominations.

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- (6) The ballot for the election of officers of the Association and ordinary committee members is to be conducted at the annual general meeting in the manner determined by the Committee.

30. Vacation of Office

For the purpose of these rules, the office of an officer of the Association or of an ordinary member of the Committee of Management becomes casually vacant if the officer or committee member -

- (a) dies; or
- (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his or her creditors, or makes any assignment of his or her estate for their benefit; or
- (c) becomes of unsound mind; or
- (d) becomes a represented person within the meaning of the *Guardianship and Administration Act 1995* (Tas); or
- (e) resigns his or her office in writing addressed to the Committee;
- (f) ceases to be ordinarily resident in Tasmania;
- (g) fails, without leave granted by the Committee, to attend three consecutive meetings of the Committee;
- (h) ceases to be a member of the Association; or
- (i) fails to pay, within 14 days after receiving a notice in writing signed by the Public Officer stating that the officer or committee member has failed to pay one or more amounts of annual subscriptions, all such amounts due and payable by the officer or member.

31. Meetings of the Committee and of Sub-Committees

- (1) The Committee is to meet at least once in each month at any place and time and in any manner that the Committee determines.

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- (2) A meeting of the Committee, other than a meeting referred to in sub-rule (1), may be convened by the President or any four (4) of the members of the Committee.
 - (3) Written notice of any special committee meeting is to be served on members of the committee and is to specify the general nature of the business to be transacted.
 - (4) A special committee meeting may only transact business of which notice is given in accordance with sub-rule (3).
 - (5) A quorum for the transaction of the business of a meeting of the committee is four (4) members of the committee.
 - (6) Business is not to be transacted at a meeting of the committee unless a quorum is present.
 - (7) If a quorum is not present within half an hour after the time appointed for the commencement of –
 - (a) a meeting of the committee (other than a special committee meeting), the meeting is to be adjourned to the same day in the next week at the same time and at the same place; or
 - (b) a special committee meeting, the meeting is dissolved.
 - (8) At each meeting of the committee, the chairperson is to be –
 - (a) the president; or
 - (b) in the absence of the president, the vice-president; or
 - (c) in the absence of the president and vice-president, a member of the committee elected to preside as chairperson by the members of the committee present at the meeting.
 - (9) Any question arising at a meeting of the committee is to be determined –
 - (a) on a show of hands; or
 - (b) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
 - (10) On any question arising at a meeting of the committee, a member of the committee (including the chairperson) has one vote only.
 - (11) Despite sub-rule (10), in the case of an equality of votes, the chairperson has a second or casting vote.

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- (12) Notice of each committee meeting is to be served on each member of the committee by –
- (a) giving it to the member during business hours before the day on which the meeting is to be held; or
 - (b) leaving it during business hours before the day on which the meeting is to be held at the member’s postal or residential address or place or address of business or employment last known to the server of the notice; or
 - (c) sending it by post to the person’s postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
 - (d) faxing it to the member’s fax number; or
 - (e) telephone; or
 - (f) emailing it to the email address of the member that the member has nominated as the email address to which notices from the Association may be sent.

32. Disclosure of Interest in Contracts etc.

- (1) A member of the Committee or a member of a Sub-Committee who has a direct or indirect pecuniary interest in a matter being considered or about to be considered shall disclose the nature of the interest at the first meeting of the Committee at which the contract or arrangement is first taken into consideration, if the member’s interest then exists, or, in any other case, at the first meeting of the Committee after the acquisition of that interest;
- (2) If a member of the Committee or of a Sub-Committee becomes interested in a contract or arrangement after it is made or entered into that member shall disclose their interest at the first meeting of the Committee after they become so interested;
- (3) No member of the Committee or a Sub-Committee shall vote as a member of the Committee or Sub-Committee in respect of any matter in which the member has a direct or indirect pecuniary interest and if they do so that vote shall not be counted.

33. Sub-Committees and Executive Committee

- (1) The Committee may at any time appoint a Sub-Committee from the Committee and shall prescribe the powers and functions thereof;
- (2) The Committee may co-opt as members of a Sub-Committee such persons as it thinks fit, whether or not those persons are members of the Association, but a person so co-opted is not entitled to vote;
- (3) Two appointed members of a Sub-Committee constitute a quorum at a meeting of the Sub-Committee;
- (4) Notice of each Sub-Committee meeting shall be served on each member of the Sub-Committee according to the requirements of Rule 31 sub-rule (12).
- (5) Any question arising at a meeting of a Sub-Committee is to be determined according to Rule 31 sub-rules (9), (10) and (11).
- (6) The President, the Vice President, the Treasurer and the Secretary constitute an Executive Committee which may issue instructions to the Public Officer and the servants of the Association in matters of urgency connected with the management of the affairs of the Association during the intervals between meetings of the Committee and where any such instructions are issued shall report thereon to the next meeting of the Committee.

34. Annual Subscription

- (1) Until otherwise fixed pursuant to sub-rule (2) of this rule, the annual subscription payable by members shall be the sum of twenty (20) dollars (incl. GST);
- (2) The amount of the annual subscription may be altered from time to time by the members by special resolution;
- (3) The annual subscription of a member is due and payable on or before the first day of the financial year of the Association.
- (4) If –
 - (a) a member of the Association has not paid his or her annual subscription for a financial year of the Association within 3 months after the first day of the financial year; and
 - (b) there has been sent to the member after the first day of the financial year a notice in writing signed by the Public Officer stating that the

member's name may be removed from the register of members if the member has not within 14 days after receiving the notice paid all annual subscriptions due and payable by the member; and

- (c) the member has not within 14 days after receiving the notice paid all annual subscriptions due and payable by the member –

the Public Officer may remove the name of the member from the register of members maintained under rule 5(8).

- (5) If a member of the Association has not paid his or her annual subscription for a financial year of the Association within 3 months after the first day of the financial year or within 14 days after receiving a notice under sub-rule (4), whichever is the later day, he or she is not entitled to attend or vote at the next annual general meeting of the Association.

35. Financial Year

The financial year of the Association is the period beginning on the first day of July in each year and ending on the thirtieth day of June the next following.

36. Notices and Requisitions

Except as otherwise provided by these rules, a document may be served under these rules on a person by –

- (a) giving it to the person; or
- (b) leaving it at, or sending it by post to, the person's postal or residential address or place or address of business or employment last known to the server of the document; or
- (c) faxing it to the person's fax number; or
- (d) emailing it to the person's email address.

37. Expulsion of Members

- (1) Subject to this rule, the Committee may expel a member from the Association if, in the opinion of the Committee, the member has been guilty of conduct detrimental to the interests of the Association;

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- (2) The expulsion of a member pursuant to sub-rule (1) of this rule does not take effect –
- (a) until the expiration of fourteen (14) days after the service on the member of a notice under sub-rule (3) of this rule; or
 - (b) if the member exercises his or her right of appeal under this rule, until the conclusion of the Special General Meeting convened to hear the appeal,
- whichever is the later date.
- (3) Where the Committee expels a member from the Association, the Public Officer of the Association shall, without undue delay, cause to be served on the member a notice in writing:-
- (a) stating that the Committee has expelled the member; and
 - (b) specifying the grounds for the expulsion; and
 - (c) informing the member that if the member so desires the member may, within fourteen days after the service of the notice on the member, appeal against the expulsion as provided in this rule.
- (4) A member on whom a notice under sub-rule (3) of this rule is served may appeal against the expulsion to a Special General Meeting by delivering or sending by post to the Public Officer of the Association, within fourteen days after the service of that notice, a requisition in writing demanding the convening of such a meeting for the purpose of hearing the appeal;
- (5) Upon receipt of a requisition under sub-rule (4) of this rule, the Public Officer shall forthwith notify the Committee of its receipt and the Committee shall thereupon cause a Special General Meeting of members to be held within twenty-one (21) days after the date on which the requisition is received by the Public Officer.
- (6) At a Special General Meeting convened for the purpose of this rule -
- (a) no business other than the question of the expulsion shall be transacted; and
 - (b) the Committee shall to the extent reasonable place before the meeting factual details of the grounds of the expulsion and the Committee's reasons for the expulsion; and
 - (c) the expelled member shall be given an opportunity to be heard in response to the details provided under sub-clause (b) above; and
 - (d) the members present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.
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- (7) If at the Special General Meeting a majority of the members present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled member is entitled to continue his or her membership of the Association.
- (8) If at a Special General Meeting a majority of the members present vote in favour of the confirmation of the expulsion, the expulsion takes effect and the expelled member ceases to be a member of the Association.

38. Disputes

- (1) A dispute between a member of the Association, in his or her capacity as a member, and the Association shall be determined by arbitration in accordance with the provisions of the *Commercial Arbitration Act 2011* (Tas.).
- (2) Nothing in this rule affects the operation or effect of rule 37.

39. Seal of the Association

- (1) The seal of the Association shall be in the form of a rubber stamp inscribed with the name of the Association encircling the word “seal”.
- (2) The seal of the Association shall not be affixed to any instrument except by the authority of the Committee.
- (3) The affixing of the seal is to be attested by the signatures of -
 - (a) Two members of the Committee; or
 - (b) One member of the Committee and –
 - (i) The Public Officer; or
 - (ii) Any other person the Committee may appoint for that purpose.
- (4) If a sealed instrument has been attested under sub-rule (3), it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the Committee.
- (5) The seal shall remain in the custody of the Public Officer of the Association.

40. **Conformity with Model Rules**

The Association adopts as its rules the *Model Rules for An Association* as prescribed in the Act and its Regulations insofar as they are not inconsistent with or exclude these present rules.

October 2023