

Job Watch



**The Employment
Rights Watchdog**

JOB WATCH INC RULES

Rules as current in September 2005

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1. Name

The incorporated association is **Job Watch Inc** (in these Rules called "*the Association*").

2. Definitions

2.1 In these Rules, unless the contrary intention appears -

"**Act**" means the *Associations Incorporation Act 1981*.

"**Annual General Meeting**" means the annual general meeting of the Association.

"**Associate**" means a natural person who is an employee, partner, member or volunteer of a Member, or who has some other substantial connection with the Member acceptable to the Committee in its absolute discretion.

"**Charter**" means the charter of the Committee adopted on 15 December 2004 and as amended from time to time by the Committee.

"**Committee**" means the committee of management of the Association.

"**Executive Director**" means the person occupying the position from time to time, either on a permanent or temporary basis, of executive director responsible for the management of the operations of the Association.

"**financial year**" means the year ending on 30 June.

"**General Meeting**" means an Annual General Meeting or a Special General Meeting.

"**Member**" means a member of the Association.

"**Ordinary Member of the Committee**" means a member of the Committee who is not an officer of the Association under Rule 21.

"**Public Officer**" means the public officer of the Association appointed by the Committee.

"**Regulations**" means regulations under the Act.

"**relevant documents**" has the same meaning as in the Act.

"**Representative**" means an Associate nominated in accordance with Rule 4.3 or 5.4.

"**Secretary**" means the secretary or delegate of the secretary of the Association.

"**Special General Meeting**" means a General Meeting of the Association other

than an Annual General Meeting.

2.2 In these Rules, a reference to the Secretary is a reference -

- (a) if a person holds office under these Rules as Secretary - to that person; and
- (b) in any other case, to the Public Officer.

3. Alteration of the Rules

3.1 These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

4. Membership, entry fees and subscriptions

4.1 A person who applies and is approved for Membership as provided in these Rules is eligible to be a Member on payment of the entrance fee and annual subscription payable under these Rules.

4.2 A person who is not a Member at the time of the incorporation of the Association (or who was a Member at that time but has ceased to be a Member) must not be admitted to Membership unless

- (a) the person applies for Membership in accordance with sub-rule 4.3; and
- (b) the admission as a Member is approved by the Committee.

4.3 An application of a person for Membership must-

- (a) be made in writing in the form prescribed by the Committee from time to time;
- (b) nominate a Representative to act on its behalf and exercise all the powers that a Member could exercise at a General Meeting or in voting or in relation to a resolution and on whom all correspondence and notices from the Association shall be served; and
- (c) be lodged with the Secretary.

4.4 As soon as practicable after the receipt of an application, the Secretary must refer the application to the Committee.

4.5 Any organisation, including an organisation incorporated under the Act may apply for Membership.

4.6 Applications for Membership must be approved by the Committee.

4.7 The Committee has total discretion to allow or reject applications for Membership, but in considering applications, should take into account whether the applicant is an

organisation with which the Association has interests or objectives in common.

- 4.8 If the Committee approves an application for Membership, the Secretary must, as soon as practicable-
- (a) notify the applicant in writing of the approval for Membership; and
 - (b) request payment within 28 days after receipt of the notification of the sum payable under these Rules as the entrance fee and the first year's annual subscription.
- 4.9 The Secretary must, within 28 days after receipt of the amounts referred to in sub-rule 4.5(b), enter the applicant's name in the register of Members.
- 4.10 An applicant for Membership becomes a Member and is entitled to exercise the rights of Membership when the Member's name is entered in the register of Members.
- 4.11 If the Committee rejects an application, the Committee must, as soon as practicable, notify the applicant in writing that the application has been rejected. The Committee is not required to give reasons for its decision.
- 4.12 A right, privilege, or obligation of an organisation by reason of Membership –
- (a) is not capable of being transferred or transmitted to another organisation or individual; and
 - (b) terminates upon the cessation of Membership whether by loss of legal capacity or resignation or otherwise.
- 4.13 The entrance fee is the amount set by the Committee from time to time.
- 4.14 The annual subscription is the amount set by the Committee from time to time and is payable at the time specified by the Committee.

5. Register of Members

- 5.1 The Secretary must keep and maintain a register of Members containing-
- (a) the name and address of each Member;
 - (b) the name and address of each Representative, being the address to which all correspondence and notices from the Association shall be served; and
 - (c) the date on which each Member's name was entered in the register.
- 5.2 The register is available for inspection free of charge by any Member upon request.
- 5.3 A Member may make a copy of entries in the register.

- 5.4 A Member may remove and replace a Representative by giving written notice to the Association in a form approved by the Committee.

6. Ceasing Membership

- 6.1 A Member who has paid all moneys due and payable by a Member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of the Member's intention to resign.
- 6.2 After the expiry of the period referred to in sub-rule 6.1 -
- (a) the Member ceases to be a Member; and
 - (b) the Secretary must record in the register of Members the date on which the Member ceased to be a Member.

7. Discipline, suspension and expulsion of Members

- 7.1 Subject to these Rules, if the Committee is of the opinion that a Member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Association, the Committee may by resolution-
- (a) fine that Member an amount not exceeding \$500; or
 - (b) suspend that Member from Membership for a specified period; or
 - (c) expel that Member from the Association.
- 7.2 A resolution of the Committee under sub-rule 7.1 does not take effect unless-
- (a) at a meeting held in accordance with sub-rule 7.3, the Committee confirms the resolution; and
 - (b) if the Member exercises a right of appeal to the Association under this Rule, the Association confirms the resolution in accordance with this Rule.
- 7.3 A meeting of the Committee to confirm or revoke a resolution passed under sub-rule 7.1 must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the Member in accordance with sub-rule 7.4.
- 7.4 For the purposes of giving notice in accordance with sub-rule 7.3, the Secretary must, as soon as practicable, cause to be given to the Member a written notice-
- (a) setting out the resolution of the Committee and the grounds on which it is based: and
 - (b) stating that the Member, or the Member's representative, may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that Member; and

- (c) stating the date, place and time of that meeting; and
 - (d) informing the Member that the Member may do one or both of the following -
 - (i) attend that meeting;
 - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
 - (e) informing the Member that, if at that meeting, the Committee confirms the resolution, the Member may not later than 48 hours after that meeting, give the Secretary a notice to the effect that the Member wishes to appeal to the Association in General Meeting against the resolution.
- 7.5 At a meeting of the Committee to confirm or revoke a resolution passed under sub-rule 7.1, the Committee must -
- (a) give the Member, or the Member's representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the Member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- 7.6 If at the meeting of the Committee, the Committee confirms the resolution, the Member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that the Member wishes to appeal to the Association in General Meeting against the resolution.
- 7.7 If the Secretary receives a notice under sub-rule 7.6, he or she must notify the Committee and the Committee must convene a General Meeting to be held within 21 days after the date on which the Secretary received the notice.
- 7.8 At a General Meeting convened under sub-rule 7.7 -
- (a) no business other than the question of the appeal may be conducted;
 - (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the Member, or the Member's representative, must be given an opportunity to be heard; and
 - (d) the Members present in person or by proxy must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 7.9 A resolution is confirmed if, at the General Meeting, not less than two-thirds of the Members vote in person, or by proxy, in favor of the resolution. In any other case, the resolution is revoked.

8. Disputes and mediation

- 8.1 The grievance procedure set out in this Rule applies to disputes under these Rules between-
- (a) a Member and another Member; or
 - (b) a Member and the Association.
- 8.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 8.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 8.4 The mediator must be-
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –
 - (i) in the case of a dispute between a Member and another Member, a person appointed by the Committee; or
 - (ii) in the case of a dispute between a Member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Center of Victoria (Department of Justice).
- 8.5 A mediator must not be an Associate.
- 8.6 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 8.7 The mediator, in conducting the mediation, must-
- (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 8.8 The mediator must not determine the dispute.
- 8.9 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

9. Annual General Meeting

- 9.1 The Committee may determine the date, time and place of the Annual General Meeting.
- 9.2 The notice convening the Annual General Meeting must specify that the meeting is an Annual General Meeting.
- 9.3 The ordinary business of the Annual General Meeting shall be-
- (a) to confirm the minutes of the previous Annual General Meeting and of any General Meeting held since that meeting; and
 - (b) to receive from the Committee reports upon the transactions of the Association during the last preceding financial year; and
 - (c) to elect officers of the Association and the ordinary members of the Committee, subject to there being any vacancies; and
 - (d) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- 9.4 The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.

10. Special General Meetings

- 10.1 In addition to the Annual General Meeting, any other General Meeting may be held in the same year.
- 10.2 All General Meetings other than the Annual General Meeting are Special General Meetings.
- 10.3 The Committee may, whenever it thinks fit, convene a Special General Meeting.
- 10.4 If, but for this sub-rule, more than 15 months would elapse between Annual General Meetings, the Committee must convene a Special General Meeting before the expiration of that period.
- 10.5 The Committee must, on the request in writing of Members representing not less than 5 per cent of the total number of Members, convene a Special General Meeting.
- 10.6 The request for a Special General Meeting must -
- (a) state the objects of the meeting; and
 - (b) be signed by the Members requesting the meeting; and

(c) be sent to the address of the Secretary, care of the registered address of the Association.

10.7 If the Committee does not cause a Special General Meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the Members making the request, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.

10.8 If a Special General Meeting is convened by Members in accordance with this Rule, it must be convened in the same manner so far as possible as a meeting convened by the Committee and all reasonable expenses incurred in convening the Special General Meeting must be refunded by the Association to the persons incurring the expenses.

11. Special business

11.1 All business that is conducted at a Special General Meeting and all business that is conducted at the Annual General Meeting, except for business conducted under the Rules as ordinary business of the Annual General Meeting, is deemed to be special business.

12. Notice of General Meetings

12.1 The Secretary, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a General Meeting, must cause to be sent to each Member, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

12.2 Notice may be sent -

(a) by prepaid post to the address appearing in the register of Members; or

(b) if the Member requests, by facsimile transmission or electronic transmission.

12.3 No business other than that set out in the notice convening the meeting may be conducted at the meeting.

12.4 A Member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next General Meeting.

13. Quorum at a General Meeting

13.1 No item of business may be conducted at a General Meeting unless a quorum of Members entitled under these Rules to vote is present at the time when the meeting is considering that item.

13.2 Five Members present (being Members entitled under these Rules to vote at a General Meeting) constitute a quorum for the conduct of the business of a General

Meeting.

- 13.3 If, within half an hour after the appointment time for the commencement of a General Meeting, a quorum is not present -
- (a) in the case of a meeting convened upon the request of Members, the meeting must be dissolved; and
 - (b) in any other case- the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the chairperson at the time of the adjournment or by written notice to Members given before the day to which the meeting is adjourned) at the same place.
- 13.4 If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Members present (being not less than 3) shall be a quorum.

14. Presiding at a General Meeting

- 14.1 The Chairperson, or in the Chairperson's absence, the Deputy-Chairperson, shall preside as chairperson at each General Meeting.
- 14.2 If the Chairperson and the Deputy-Chairperson are absent from a General Meeting, or are unable to preside, the Members present must select one of their number to preside as chairperson.

15. Adjournment of a General Meeting

- 15.1 The person presiding may, with the consent of a majority of Members present at the meeting, adjourn the General Meeting from time to time and place to place.
- 15.2 No business may be conducted at an adjourned General Meeting other than the unfinished business from the General Meeting that was adjourned.
- 15.3 If a General Meeting is adjourned for 14 days or more, notice of the adjourned General Meeting must be given in accordance with Rule 12.
- 15.4 Except as provided in Rule 13, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned General Meeting.

16. Voting at a General Meeting

- 16.1 Upon any question arising at a General Meeting, a Member has one vote only.
- 16.2 All votes must be given personally or by proxy.
- 16.3 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.

- 16.4 A Member is not entitled to vote at a General Meeting unless all moneys due and payable by the Member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

17. Poll at a General Meeting

- 17.1 If at a General Meeting a poll on any question is demanded by not less than 3 Members, it must be taken at that General Meeting in such manner as the chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 17.2 A poll that is demanded on the election of a chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the General Meeting as the chairperson may direct.

18. Manner of determining whether resolution carried

- 18.1 If a question arising at a General Meeting is determined on a show of hands –

(a) a declaration by the chairperson that a resolution has been-

(i) carried; or

(ii) carried unanimously; or

(iii) carried by a particular majority; or

(iv) lost; and

(b) an entry to that effect in the minute book of the Association

are evidence of the fact, without proof of the number or proportion of the votes recorded in favor of, or against, that resolution.

19. Proxies

- 19.1 Each Member is entitled to appoint another Member as a proxy by notice given to the Secretary no later than 24 hours before the time of the General Meeting in respect of which the proxy is appointed.
- 19.2 The notice appointing the proxy must be in the form set out in Appendix 1 or such other form approved by the Committee from time to time.

20. Committee of Management

- 20.1 The affairs of the Association shall be managed by Committee.

20.2 The Committee -

- (a) shall control and manage the business and affairs of the Association;
- (b) may, subject to these Rules, the Act and the Regulations, 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 by General Meetings of the Members;
- (c) subject to these Rules, the Act and the Regulations, 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; and
- (d) may delegate any of their powers to the Executive Director or sub-committees consisting of such members of the Committee and the Executive Director and any other co-opted person as the Committee thinks fit. Any such delegate shall in the exercise of the powers so delegated conform to any policy and directions that may be imposed by the Committee, including any policies set out in the Charter.

20.3 The Committee shall consist of up to 12 members as follows -

- (a) eight members elected by the Membership in accordance with Rule 21, such that there is at least one and no more than three Associates from each of the following categories -
 - (i) trade-unions or trade-union related bodies;
 - (ii) academic or education-related institutions or organisations;
 - (iii) law firms, legal centres or other legal organisation; or
 - (iv) organisations which are engaged in representation or advocacy on behalf of persons recognised as being likely to suffer personal or structural workplace disadvantage.
- (b) two invitee individuals as nominated by the Committee in accordance with sub-rule 20.5
- (c) as ex-officio members:
 - (i) the Executive Director ; and
 - (ii) a representative elected by the staff of the Association.

20.4 For the purposes of sub-rule 20.3(b), an invitee member of the Committee is an individual who -

- (a) is approved of by a majority of the members of the Committee;

- (b) is a distinguished member of the Victorian community;
 - (c) has a special skill or qualification, especially with financial management, that may be of benefit to the association; or
 - (d) for any other reason, is deemed an appropriate person to hold a position on the Committee.
- 20.5 An ex-officio member of the Committee is not entitled to a vote at Committee meetings.
- 20.6 Where there are insufficient candidates to satisfy the category requirements for Committee composition under sub-rule 20.3(a), the Committee shall take any action it deems appropriate to seek a candidate for the relevant category. If the Committee is unable to attract such a candidate, then the requirement for a member of the Committee from that category is waived until the next election at which a vacancy in the relevant category arises.
- 20.7 Each member of the Committee (except the Executive Director and the staff representative) shall hold office from the date of the Annual General Meeting at which they are elected or appointed by invitation (as the case may be) until the end of the second Annual General Meeting after their election or appointment and is eligible for re-election or re-appointment.

21. Election of Committee

- 21.1 Nominations of candidates for election as members of the Committee shall be called for at least 14 days prior to the Annual General Meeting at which elections shall be held.
- 21.2 A candidate for election must be an Associate, but need not be a Representative.
- 21.3 The nominations must be -
- (a) made in writing in the form prescribed by the Committee from time to time;
 - (b) accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);
 - (c) delivered to the Executive Director not less than 7 days before the date fixed for the holding of the Annual General Meeting.
- 21.4 If the number of nominees for election exceeds the number of vacancies on the Committee, then the election of the members of the Committee shall be conducted by a secret ballot at the Annual General Meeting.
- 21.5 If insufficient nominations are received to fill all vacancies on the Committee, further nominations if any shall be received and voted on at the Annual General Meeting in such a usual and proper manner as the Committee may direct.

- 21.6 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.
- 21.7 Despite any other provision in these Rules except Rule 23, a person who is a member of the Committee on the date of adoption of these Rules shall remain in office until the end of the second Annual General Meeting after the date of their election or appointment, as the case may be.

22. Officers

- 22.1 The officers of the Association are -
- (a) Chairperson;
 - (b) Deputy Chairperson;
 - (c) Treasurer;
 - (d) Secretary; and
 - (e) Public Officer.
- 22.2 The officers of the Association are elected by the members of the Committee at its first meeting after the Annual General Meeting and together they comprise the Executive Committee.
- 22.3 Each officer of the Association shall hold office until the end of the second Annual General Meeting after the date of their election or appointment, as the case may be.

23 Vacation of Office

- 23.1 The position of an elected member of the Committee may be declared vacant by a resolution passed by a majority in a secret ballot conducted at a General Meeting, provided that at least 21 days' written notice of the proposed resolution is given and provided also that the member concerned is given an opportunity to be heard before the resolution is voted on. The vacancy so arising may be filled in accordance with the provisions of sub-rule 23.4 governing casual vacancies, unless the General Meeting resolves:
- (a) not to fill the vacant position until the next General Meeting;
 - (b) to appoint some specific person to the vacant position to hold office until the next General Meeting; or
 - (c) to hold an election in respect of this and any other vacant position.
- 23.2 The position of any member of the Committee shall automatically become vacant if the person -

- (a) becomes insolvent under administration within the meaning of the *Corporations Act 2001*;
- (b) becomes a person whose person or estate is liable to be dealt with under the law relating to mental health;
- (c) is found guilty of or convicted of an indictable offence punishable by imprisonment, whether or not a term of imprisonment is imposed;
- (d) resigns as a member of the Committee by written notice to the Secretary;
- (e) in the case of an elected member of the Committee under sub-rule 20.3(a), ceases to be an Associate; or
- (f) in the case of an ex-officio member of the Committee under sub-rule 20.3(c), ceases to be the Executive Director or a staff member of the Association, as the case may be.

23.3 The position of an invitee member of the Committee under sub-rule 20.3(b) may be declared vacant by a resolution passed by a majority of the Committee, provided that at least 21 days' written notice of the proposed resolution is given and provided also that the member concerned is given an opportunity to be heard before the resolution is voted on. The member concerned may not vote on the resolution. Any vacancy so arising may be filled by the Committee for a term determined by the Committee, but not exceeding 2 years.

23.4 Except in the circumstances set out in sub-rule 23.1, the Committee will have power at any time, and from time to time, to appoint a person to fill a casual vacancy of an elected member or as an addition to the existing members of the Committee, provided that the total number of members of the Committee does not at any time exceed the number fixed in accordance with these Rules. Any person so appointed shall hold office until the next Annual General Meeting.

24. Meetings of the Committee

24.1 The Committee must meet at least 3 times in each year at such place and such times as the Committee may determine.

24.2 Special meetings of the Committee may be convened by the Chairperson or by any 4 members of the Committee.

25. Notice of Committee meetings

25.1 Written notice of each Committee meeting must be given to each member of the Committee at least 2 business days before the date of the meeting.

25.2 Written notice must be given to members of the Committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

26. Quorum for Committee meetings

- 26.1 Any 4 members of the Committee constitute a quorum for the conduct of the business of a meeting of the Committee.
- 26.2 No business may be conducted unless a quorum is present.
- 26.3 If within half of hour of the time appointed for the meeting a quorum is not present -
 - (a) in the case of a special meeting, the meeting lapses; or
 - (b) in any other case, the meeting shall stand adjourned to the same place and the same time and day in the following week.
- 26.4 The Committee may act notwithstanding any vacancy on the Committee.

27. Presiding at Committee meetings

- 27.1 At meetings of the Committee -
 - (a) the Chairperson or, in the Chairperson's absence, the Vice-Chairperson presides; or
 - (b) if the Chairperson and the Vice-Chairperson are absent, or are unable to preside, the members present must choose one of their number to preside.

28. Voting at Committee meetings

- 28.1 Questions arising at a meeting of the Committee, or at a meeting of any sub-committee appointed by the Committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- 28.2 Each member present at a meeting of the Committee, or at a meeting of any sub-committee appointed by the Committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

29. Minutes of meetings

- 29.1 The Secretary must ensure that minutes are kept of the resolutions and proceedings of each General Meeting, and each Committee meeting, together with a record of the names of persons present at Committee meetings.

30. Funds

- 30.1 The Treasurer of the Association or delegate must-

- (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
- (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

30.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the Committee.

30.3 The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

31. Seal

31.1 The common seal of the Association must be kept in the custody of the Secretary or may be delegated to the custody of the Executive Director and kept at the office of the Association.

31.2 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 of two members of the Committee.

32. Notice to Members

32.1 Except for the requirement in Rule 12, any notice that is required to be given to a Member, by or on behalf of the Association, under these Rules may be given by-

- (a) delivering the notice to the Member; or
- (b) sending it by prepaid post addressed to the Member at that Member's address shown in the register of Members; or
- (c) facsimile transmission, if the Member has requested that the notice be given to the Member in this manner; or
- (d) electronic transmission, if the Member has requested that the notice be given to the Member in this manner.

33 Non profit

The assets and income of the Association must be applied solely in furtherance of its purposes as set out in the Statement of Purposes and no portion may be distributed directly or indirectly to the Members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

34. Winding up

34.1 If upon the winding up or dissolution of the Association after the satisfaction of all its

debts and liabilities there remains any property, this property must not be paid to or distributed to the Members.

34.2 Instead this property must be given or transferred to some other organisation or organisations:

(a) having purposes similar to the purposes of the Association; and

(b) which is/are not carried on for the profit or gain of its individual members.

34.1 The organisation or organisations must be determined by a special resolution of the Members at or before the time of winding up or dissolution; or if no such special resolution is passed, by a judge of the Supreme Court or such other court of competent jurisdiction.

35. Custody and inspection of books and records

35.1 Except as otherwise provided in these Rules, all books, documents and securities of the Association must be kept in the custody of the Secretary or may be delegated to the custody of the Executive Director and kept at the office of the Association

35.2 All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any Member upon request.

35.3 A Member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

APPENDIX 1

FORM OF APPOINTMENT OF PROXY

I,

(name)

of

(address)

being a member of

(name of Incorporated Association)

appoint

(name of proxy holder)

of

(address of proxy holder)

being a member of that Incorporated Association, as my proxy to vote for me on my behalf at the annual/special* general meeting of the Association to be held on-

(date of meeting)

and at any adjournment of that meeting.

*I authorise my proxy to vote on my behalf at their discretion

OR

*My proxy is authorised to vote as follows *(insert details of resolution or subject of voting)*:

Signed

Date

*Delete if not applicable