

**NORTHERN TERRITORY CATTLEMEN'S  
ASSOCIATION**

**CONSTITUTION**



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# NORTHERN TERRITORY CATTLEMEN'S ASSOCIATION CONSTITUTION

## 1 NAME

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The name of the Association is "THE NORTHERN TERRITORY CATTLEMEN'S ASSOCIATION INCORPORATED" hereinafter referred to as "the Association".

## 2 DEFINITIONS

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In the construction of these Rules, unless the contrary is expressed or inferred from the context:

- "annual average cattle numbers" means the average number of cattle depastured on a holding for the preceding 12 months;
- "Association" means The Northern Territory Cattlemen's Association Incorporated;
- "Branch" means a group of members organised as provided for in RULE 20;
- "cattle" means bovine;
- "Council" means the Cattle Council of Australia;
- "Federation" means the National Farmers' Federation of Australia;
- "holding" includes a pastoral lease, freehold property, intensive holding yard, license, agistment or other interest in property on which cattle are depastured in the Northern Territory;
- "in writing", or "written", means handwritten, printed or typewritten or a combination of all such forms;
- "member" means a person who holds a membership and whose membership fee is not more than six months in arrears;
- "Honorary" means life member;
- "month" means a calendar month;
- "owner" means a person who owns cattle or a holding or both and in the Northern Territory;
- "the Act" means the Associations Act 2003 as amended from time to time;
- words importing the masculine also include the feminine;
- words signifying person/s will also apply to partnerships trusts and corporations;
- words signifying the singular also include the plural and vice versa.

### **3 REGISTERED OFFICE**

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The registered office will be at Darwin, Northern Territory, or such other place or places as the Association may from time to time determine.

### **4 SPHERE OF OPERATION**

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The sphere of operations of the Association is to be primarily within but not limited to the boundaries of the Northern Territory.

### **5 OBJECTS OF THE ASSOCIATION**

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The objects for which the Association is established are to advance and protect the interests of cattle producers in the Northern Territory and in particular to:

- (a) promote the development of the cattle and land resources of the Northern Territory;
- (b) carry out such activities as are necessary for the betterment of the cattle industry with concern for the livelihood of the pastoral community generally in the Northern Territory;
- (c) collect and disseminate information of relevance to cattle producers in the Northern Territory;
- (d) ensure that government acquisition of property is on just terms;
- (e) maintain public relations with any organisations, bodies or persons whatsoever for the purpose of advancing the interest of members;
- (f) co-operate with and to affiliate with other unions or associations of a similar nature in any part of Australia;
- (g) enable the Association to amalgamate or affiliate with and to appoint representatives to any employers' union or association in Australia;
- (h) secure legal advice and assistance for members;
- (i) conduct litigation in matters affecting the cattle industry;
- (j) provide members with services of any kind or nature whatsoever;
- (k) edit or publish any newspaper, periodical journal or book;
- (l) for the purpose of giving greater service to members, to enter into any agreement with any person or firm, company, body or organisation whose business, undertaking or operations are or may be connected with the cattle industry and to purchase or otherwise acquire any paid up, contributing or other share or interest in any

such business or undertaking and to form or promote or assist in the formation or promotion of any company, firm, association or body which may be deemed to be necessary or advisable to carry out the meaning and intention of these objects.

- (m) represent members in the settlement of conditions of employment on holdings, including:
  - (i) representations on legislation relating to employment;
  - (ii) negotiation of industrial agreements;
  - (iii) representation of members before industrial tribunals; and
  - (iv) the settlement of disputes between members and their employees.

## **6 MEMBERSHIP**

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6.1 The categories of membership are as follows:

- (a) Full Membership;
- (b) Associate Membership;
- (c) Honorary Membership.

6.2 The qualification for membership of each category are as follows:

- (a) A person is qualified for Full Membership if he:
  - (i) is the owner of a holding on which the annual average cattle numbers exceed fifty (50) or if he owns greater than fifty (50) head and pays at least the minimum full membership fee.
- (b) A person is qualified for Associate Membership if he:
  - (i) is not eligible for Full Membership;
- (c) A person is qualified for Honorary Membership if he:
  - (i) is nominated by the Executive Committee.

6.3 Rights of members

- (a) A person having Full Membership has the right to:
  - (i) be elected to the Executive Committee or Branch Committee;
  - (ii) vote at meetings of members – one (1) vote per membership.
- (b) A person having Associate Membership is:

- (i) not entitled to be elected to the Executive Committee or Branch Committee;
  - (ii) not entitled to vote.
- (c) A person having Honorary Membership has the right to:
- (i) be elected to the Executive Committee or Branch Committee;
  - (ii) vote at meetings of members – one (1) vote per membership.

#### 6.4 Application for membership

- (a) Any person desiring to become a member must apply for membership using the form approved by the Executive Committee from time to time.
- (b) The person will be required to state the holding in respect of which membership is sought and or the number of cattle that he owns.
- (c) If a person owns more than one (1) holding, then an application for membership must be made in respect of each or all such holding.
- (d) If a member becomes an owner in respect of an additional holding or holdings then he must apply for membership in respect of that additional holding/s, within one (1) month of becoming an owner of such holding/s.
- (e) All applications for membership will be laid before the Executive Committee, who may in its discretion approve or decline the same. Before approving or declining an application for membership the Executive Committee may in its discretion refer the application to the relevant Branch Committee for a recommendation.
- (f) If a person becomes an owner of a holding he may be entitled to transfer the membership of the previous owner of that holding, provided that he applies for membership and is admitted and pays the balance of such membership fees in respect of that holding as from the date he became the new owner.

#### 6.5 By applying for membership of the Association a person agrees to:

- (a) comply with the Rules of the Association;
- (b) pay all membership fees;
- (c) at all times maintain membership/s for all holding/s owned by him;
- (d) nominate a Branch with which he elects to be affiliated.

- 6.6 A person does not become a member until his membership has been approved by the Executive Committee and the membership fee has been paid in full.

## **7 REGISTER OF MEMBERS**

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7.1 The Executive Committee will keep and maintain a Register of Members in accordance with the Act. The following information will be entered in the register:

- (a) Name and or nominee;
- (b) Address to which notices are to be sent;
- (c) The holding or holdings, if any, in respect of which he has become a member;
- (d) The annual average cattle numbers on each holding or if he has no holding his annual average cattle numbers;
- (e) The Branch with which the member elects to be affiliated;
- (f) The date on which each member became a member of the association;
- (g) The date on which a member ceased to be a member.

7.2 Members must advise the Executive Committee of any change to the above information.

## **8 GRIEVANCE AND DISPUTES PROCEDURES**

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8.1 This Rule applies to disputes between either:

- (a) a member and another member;
- (b) a member and the Executive Committee;
- (c) a member and a Branch Committee;
- (d) a Branch Committee and the Executive Committee.

8.2 Within fourteen (14) days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.

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 ten (10) days after the meeting, hold another 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) for a dispute between a member and another member – a person appointed by the Branch Committee; or
  - (ii) for a dispute between a member and a Branch Committee a person appointed by the Executive Committee;
  - (iii) for a dispute between a member and the Executive Committee or a Branch Committee and the Executive Committee – a person who is a mediator appointed or employed by the department administering the Act.

8.5 A member of the Association can be a mediator.

8.6 The mediator cannot be a party to the dispute.

8.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

8.8 The mediator, in conducting the mediation, must:

- (a) give the parties to the mediation process every opportunity to be heard;
- (b) allow due consideration by all parties of any written statement submitted by any party; and
- (c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.

8.9 The mediator must not determine the dispute.

8.10 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 MEMBERSHIP FEES**

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9.1 Membership fees will be proposed by the Executive Committee at the Annual General Meeting and will be agreed by way of Ordinary Resolution.

9.2 Membership fees fall due on 1 January each year.

## **10 CESSATION OF MEMBERSHIP**

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10.1 Non Payment of Membership Fees

- (a) A person will cease to be a member of the Association upon failure to pay the membership fee within six (6) months of the membership fee falling due.

#### 10.2 Resignation

- (a) A member may resign from the Association by giving three (3) month's notice in writing.
- (b) A person will cease to be a member of the Association upon expiry of the notice.
- (c) A member who resigns from the Association will remain indebted to the Association for all membership fees or other sums due by him to the Association as at the date when the resignation takes effect.

#### 10.3 Transfer of Membership

- (a) A member who ceases to be an owner of a holding may resign from his membership effective as at the date the ownership ceased where the membership is transferred in accordance with this Rule.
- (b) The new owner of the holding may apply to transfer the membership in respect of the holding as from that date the ownership was transferred to him.
- (c) When a membership is resigned in accordance with this Rule such member will only be liable for the payment of membership fees and other sums due by him to the Association in respect of such holding up to the date he ceases to be the owner of the holding.

### **11 SUSPENSION OR EXPULSION**

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- 11.1 If the Executive Committee considers that a member has acted contrary to or in disregard of the Rules of the Association; or if in the opinion of the Executive Committee a member has acted in a manner detrimental to the interests of the Association the Executive Committee may propose to suspend or expel that member.
- 11.2 Where the Executive Committee proposes to expel or suspend a member it must call a meeting at which the question of the suspension or expulsion will be considered.
- 11.3 Not less than thirty (30) days before the date of the Executive Committee meeting referred to in this Rule the Executive Committee must give notice to

the member of any such proposed suspension or expulsion. Such notice must include:

- (a) the time, date and place of the Executive Committee meeting at which the question of the suspension or expulsion will be considered; and
- (b) the particulars of the conduct.

11.4 At the meeting of the Executive Committee the member must be afforded a reasonable opportunity to be heard or to make representations in writing.

11.5 The Executive Committee may determine to suspend or expel the member or decline to suspend or expel the member.

11.6 The Executive Committee must give notice to the member of any determination and the date of effect of such determination.

11.7 Any member suspended or expelled in accordance with this Rule will remain indebted to the Association for all membership fees and other sums due to the Association at the date on which the suspension or expulsion took effect.

11.8 A member suspended or expelled in accordance with this Rule may appeal to a General Meeting of the Association:

- (a) The member must notify the Executive Director of his intention to appeal a determination to suspend or expel him within one (1) month of the date of the determination.
- (b) The appeal must be considered at a General Meeting of the Association and the member must be afforded a reasonable opportunity to be heard at or to make representations in writing.
- (c) The members present at the General Meeting must, by Ordinary Resolution, either confirm or set aside the determination of the Executive Committee to expel or suspend the member.
- (d) Where a member appeals a determination the member does not cease to be a member until the determination of the Executive Committee to suspend or expel him is confirmed at the General Meeting.

## **12 DEATH OF MEMBER**

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Should a member die, all his rights, benefits and obligations as such member will automatically pass and be transferred to his executors or administrators as from the date of his death to the extent permitted by law.

## 13 INCOME AND PROPERTY OF ASSOCIATION

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The income and property of the Association whencesoever derived will be applied solely towards the promotion of the Association as set forth in the Objects of Association and no portion thereof may be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the persons who at any time are or have been members of the Association or to any of them or to any persons claiming through any of them provided that nothing herein contained is intended to prevent the payment in good faith of remuneration to any persons whether a member of the Association or not for services rendered in connection with any professional or other work advice or service or of any remuneration to any officers or servants of the Association or to any other person in return for any services actually rendered to the Association nor prevent the payment of reasonable and proper rent for premises demised or let by any member to the Association, nor prevent the payment of interest on money borrowed from any member of the Association.

## 14 MANAGEMENT

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### 14.1 Executive Committee

- (a) The affairs of the Association between each Annual General Meetings will be conducted by the Executive Committee.
- (b) The Executive Committee comprises:
  - (i) President;
  - (ii) Branch Representatives;
  - (iii) Delegates to "Council" and "Federation".
- (c) Members of the Executive Committee hold office from the conclusion of one (1) Annual General Meeting to the conclusion of the next Annual General Meeting.

### 14.2 President

- (a) Nominations for President must be made in writing four (4) weeks prior to the Annual General Meeting of the Association which will be included in the Notice of Annual General Meeting.
- (b) The President may be eligible for re-election but must not hold office for more than three (3) consecutive full terms.
- (c) At meetings of the Association and the Executive Committee the President has a casting as well as a deliberative vote.

14.3 Branch Representatives

- (a) Each duly constituted Branch is entitled to nominate two (2) Branch Representatives.

14.4 Delegates to "Council" and "Federation"

- (a) Nominations for delegates are to be made in writing four (4) weeks prior to the Annual General Meeting of the Association and will be included in the Notice of Annual General Meeting.

14.5 Meetings of the Executive Committee

- (a) The Executive Committee will meet at such time and place as the Executive Committee or the President decides, provided that the Executive Committee meets a minimum of three (3) times each year.
- (b) Members of the Executive Committee may elect a Senior Vice President and or a Junior Vice President to act in the absence of the President.
- (c) The Executive Committee must appoint the Public Officer of the Association.
- (d) Quorum at any meeting of the Executive Committee is a majority of Executive Committee members.
- (e) The proceedings of the Executive Committee must be recorded in a minute book kept for that purpose and in accordance with the Act.
- (f) Questions arising may be decided by a majority of votes, but in a case of equality of votes the President has a casting in addition to a deliberative vote.

14.6 Powers of the Executive Committee

- (a) The Executive Committee has all necessary powers to carry out the affairs of the Association.
- (b) The Executive Committee may fill casual vacancies on the Executive Committee.
- (c) The Executive Committee may delegate to a person any and all such powers under these Rules except this power of delegation and any other duty imposed by the Act or other law.

(d) The Executive Committee may nominate or elect delegates or representatives under the provisions of any State or Commonwealth Industrial Arbitration Act.

(e) The Executive Committee may appoint or remove staff.

14.7 Removal of Member of Executive Committee

(a) A member of the Executive Committee may be removed from office as per the conditions of section 11.

(b) Such officer bearers must stand aside from their office until the matter is determined.

**15 STAFF**

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15.1 The Executive Committee may appoint an Executive Director.

15.2 The Executive Director:

(a) is responsible to the Executive Committee;

(b) conducts the correspondence of the Association, attends meetings, takes minutes of proceedings and attends properly to directions given him by the Association and the Executive Committee;

(c) is responsible for reporting on action taken on all resolutions carried at meetings of the Association or the Executive Committee and for bringing to the notice of each meeting any resolutions not attended to;

(d) advises the President and Executive Committee on the effects for the cattle industry of the implementation of the Association's policies;

(e) confers as appropriate with officers of the Public Service, Members of Parliament and Ministers of State, as well as leaders and representatives of other organisations and business firms on matters relating to the implementation of the Association's policies;

(f) promotes teamwork and co-operation between the various Branches, and among the staff, to promote unity and consensus within the rural sector; and

(g) co-ordinates the provision of any special staff services offered or provided to the Branches.

15.3 The staff and/or officers of the Association may work in co-operation with, or enlist the assistance of, the staff of other organisations.

## **16 FINANCIAL YEAR**

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16.1 The financial year of the Association ends on the thirty-first day of December.

## **17 ACCOUNTS**

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17.1 True accounts must be kept of the sums of money received and expended by the Association, and the matter in respect of which such receipts or expenditure takes place, and of the assets and liabilities of the Association.

17.2 Subject to any reasonable restrictions as to time and manner of inspecting the accounts that may be imposed in accordance with the Regulations or By-Laws of the Association the accounts will be available for inspection by members.

## **18 BANKING & FINANCE**

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18.1 The funds of the Association will be paid into a Bank to its credit, and the Bank account will be operated upon as the Executive Committee determines.

18.2 After payment of the current expense of the office the funds may be expended in promoting such of the objects of the Association in the manner that the Executive Committee may from time-to-time determine.

18.3 Any moneys or funds not immediately required for the purposes of the Association may be invested, either by way of establishment or continuance of a Reserve fund or otherwise, in such manner as the Executive Committee may from time-to-time determine.

18.4 To the extent permitted by law no member of the Executive Committee will be responsible for any loss that may arise from such investment, unless such loss is caused by his wilful neglect or default.

18.5 The Executive Committee may, out of the ordinary funds of the Association which may for the time being not be required for any ordinary objects of the Association, establish a Reserve Fund, which Fund may be applied in furtherance of any of the objects of the Association.

18.6 A financial status report will be presented at each meeting of the Executive Committee.

## **19 AUDITOR**

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19.1 Once at least in every financial year the accounts of the Association must be examined by one (1) or more Auditor or Auditors in accordance with the Act.

19.2 The Auditor will be appointed at each Annual General Meeting.

### 19.3 The powers of the Auditor

In addition to the powers and obligations under the Act or other law the Auditor:

- (a) has a right of access to the accounts, books, records, vouchers, and documents of the Association;
- (b) may require from the staff or officers of the Association such information and explanations as may be necessary for the performance of his duties as Auditor;
- (c) may employ persons to assist him in investigating the accounts of the Association; and
- (d) may in relation to the accounts of the Association, examine any member of the Executive Committee or any employee of the Association.

19.4 The Audited accounts and the Auditor's certificate as to the correctness of the accounts of Association will be available to the members present at each Annual General Meeting or otherwise as required in accordance with the Act.

19.5 The Auditor's report may include the following:

- (a) whether he has obtained the information required by him;
- (b) whether, in his opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association according to the information at his disposal and the explanations given to him as shown by the books of the Association; and
- (c) whether the rules relating to the administration of the funds of the Association have been observed.

19.6 The Public Officer of the Association will deliver to the Auditor a list of all the accounts, books and records of the Association.

## 20 BRANCHES

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20.1 Branches may be formed subject to the consent of the members by Ordinary Resolution at a General Meeting.

20.2 At the time of the formation of a Branch there will be not less than fifteen (15) Full Members.

20.3 If the membership of a Branch falls below fifteen (15) Full Members, the Executive Committee may direct its dissolution.

- 20.4 There will be three (3) inaugural Branches to be known as the Alice Springs Branch, the Tennant Creek Branch and the Katherine Branch.
- 20.5 At a meeting of a Branch four (4) Full Members form a quorum.
- 20.6 All Full Members and Associate Members of the Association must be members of a Branch.
- 20.7 Branches have the power to deal with all local matters affecting their members provided that their action is in conformity with this Constitution and in unison with the policy of the Association; but a Branch must not incur any expenditure other than that necessary for the usual conduct of the ordinary business of the Branch, unless authorised by the Executive Committee.
- 20.8 Branches will elect a Branch Committee annually comprising:
- (a) a Chairman;
  - (b) a Deputy Chairman;
  - (c) a Secretary; and
  - (d) at least two (2) other Branch committee members; and
- 20.9 The Chairman and the Deputy Chairman of the Branch Committee will be the Branch Representatives on the Executive Committee of the Association.
- 20.10 If a Branch Representative is unable to attend a meeting of the Executive Committee, he may with the approval of the Branch Committee, nominate another member of the Branch Committee to attend the meeting in his place.
- 20.11 The Branch Committee has the power to fill casual vacancies on that Branch Committee and to nominate alternate Branch Representatives to the Executive Committee in the absence or incapacity of the elected representatives.
- 20.12 Prior to any meeting of the Association or its Executive Committee, the Branch Secretary will advise the Executive Director of any change in the Branch Representative.
- 20.13 A list of all members of each Branch will be kept up-to-date and be held by the Secretary of the Branch.
- 20.14 Branches must keep proper minutes of all Branch Meetings in a book kept for that purpose and all minutes must be signed and confirmed by the Chairman and Secretary and a copy of all minutes are to be forwarded to the Executive Director of the Association as soon as practicable after each meeting.

## **21 GENERAL MEETINGS**

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- 21.1 General Meetings of the Association may be called at any time by the Executive Committee and will be held at such time and place as the Executive Committee may determine.
- 21.2 A General Meeting must be called where the Executive Director or the Executive Committee receives a request for such a meeting signed by not fewer than 20% of Full Members.
- 21.3 A General Meeting called in accordance with Rule 21.2 will be called an Extraordinary General Meeting and will be held at the registered office of the Association unless the members calling the meeting also call for it to be held at some other place.

## **22 NOTICES OF GENERAL MEETINGS**

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- 22.1 The Executive Committee must give notice of a General Meeting.
- (a) Notice must be in writing and be sent to each member at the address appearing in the Register of Members.
- (b) The notice must include the particulars of any Special Resolutions.
- 22.2 In the case of an Annual General Meeting notice must be given not less than six (6) weeks prior to the meeting.
- 22.3 In the case of a meeting in accordance with Rule 30 notice must be given not less than three (3) months prior to the meeting.
- 22.4 In all other cases notice must be given not less than thirty (30) days prior to the meeting.

## **23 QUORUM AT GENERAL MEETINGS**

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- 23.1 At any General Meeting of the Association 20% of Full Members form a quorum.
- 23.2 If within thirty (30) minutes after the time specified in the notice for the holding of a General Meeting a quorum is not present:
- (a) for an Annual General Meeting or other General Meeting the meeting stands adjourned to the same time and to the same place on the same day in the following week;
- (b) for a meeting convened for the hearing of an appeal in accordance with Rule 11 the members who are present in person or by proxy

may proceed with the hearing of the appeal for which the meeting is convened; or

- (c) for an Extraordinary General Meeting convened in accordance with Rule 21.2 the meeting lapses.

23.3 If within thirty (30) minutes after the time appointed for the resumption of an adjourned General Meeting a quorum is not present, the members who are present in person or by proxy may proceed with the business of that General Meeting as if a quorum were present.

23.4 The President may, with the consent of a General Meeting at which a quorum is present, and must, if directed by the members at the meeting, adjourn that General Meeting from time to time and from place to place.

23.5 There must not be transacted at an adjourned General Meeting any business other than business left unfinished or on the agenda at the time when the General Meeting was adjourned.

23.6 If a General Meeting is adjourned for a period of thirty (30) days or more, the Secretary must give notice of the adjourned General Meeting as if that General Meeting were a fresh General Meeting.

## **24 PROXIES AT GENERAL MEETINGS**

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24.1 A member may appoint a person to attend and vote on his behalf at any General Meeting of the Association including an Annual General Meeting.

24.2 Such appointment must be in writing and must be produced to a member of the Executive Committee at least twenty-four (24) hours prior to the meeting.

## **25 VOTING AT GENERAL MEETINGS**

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25.1 Each Full Member and Honorary Member present in person or by proxy at a General Meeting is entitled to a deliberative vote in accordance with Rule 6.3.

25.2 At a General Meeting:

- (a) an Ordinary Resolution put to the vote is passed if a majority of members who are present and entitled to vote, vote in favour of the resolution; and
- (b) a Special Resolution put to the vote is passed if three – quarters of the members entitled to vote, vote in favour of the resolution.

25.3 It is expressly permitted by these Rules for members to participate in any meeting by any means of communication including telephone, closed-circuit television, facsimile or letter.

25.4 A member who participates in a meeting pursuant to Rule 25.3 is taken to be present in person at the meeting.

25.5 The procedure for any confidential postal ballot under these Rules will be determined by the Executive Committee.

## **26 ANNUAL GENERAL MEETINGS**

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26.1 The Annual General Meeting of the Association will be held within fifteen (15) months of the holding of the preceding Annual General Meeting and within five (5) months of the end of the financial year.

## **27 NOTICES**

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27.1 For the purposes of serving a notice in accordance with these Rules any notice will be deemed to be properly served if it is delivered by ordinary pre paid post to the address of the member appearing in the Register of Members.

27.2 If there is no address appearing in the Register of Members, the registered office of the Association will be deemed to be the address of the member for the serving of notices.

27.3 Except in the case of an Extraordinary General Meeting called in accordance with Rule 21.2 all notices or letters sent in pursuance of these Rules must be signed by the Executive Committee or the Executive Director or some other person delegated by the Executive Committee for the purpose.

27.4 In the case of a notice of meeting called by members in accordance with Rule 21.2 the notice may be signed by or on behalf of the members convening the same.

## **28 ALTERATION OF RULES AND OBJECTS**

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28.1 The Rules of the Association can not be altered nor any rule added or rescinded except by Special Resolution at a General Meeting.

28.2 Any notice convening of a meeting for this purpose of this Rule must set out fully the proposed Special Resolution.

**29 INDEMNIFICATION**

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So far as permitted by law every office bearer, or member of the staff of the Association, or Committee/Branch thereof, is hereby indemnified by the Association against all costs, losses and expenses, which such office bearer or member of staff may incur or become liable to, by reason of any authorised contract or act pursuant to the lawful discharge of his duties. To the extent permitted by law such costs, losses and expenses will be paid by the Association.

**30 DISSOLUTION OF THE ASSOCIATION**

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30.1 The Association may only be wound up or dissolved by Special Resolution at a General Meeting for which three (3) months notice has been given.

30.2 If on the winding up or dissolution (other than for the purposes of reconstructions or amalgamation) of the Association after the satisfaction of all its debts and liabilities there remains any property or assets whatsoever, the same must not be distributed to the members of the Association.

30.3 Any surplus assets or property of the Association must be given or transferred to another association incorporated under the Act:

- (a) having similar objects or purpose to this Association; and
- (b) which also prohibits the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on this Association under or by virtue hereof.

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