



Dykes On Bikes Incorporated

Y2029735

Constitution

This constitution is a modified expanded version of the Department of Fair Trading model rules 1984.

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Disclaimer

This publication must not be relied on as legal advice. For more information, refer to the appropriate legislation or seek independent legal advice.

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Part 1 Preliminary

1 Definitions

1.1 In these rules:

Commissioner means the Commissioner of the Office of Fair Trading.

membership officer means:

- (a) the person holding office under these rules as membership officer of the association, or
- (b) if no such person holds that office – the secretary of the association.

ordinary committee member means a member of the committee who is not an office-bearer of the association, as referred to in clause 21.3.

secretary means:

- (c) the person holding office under these rules as secretary of the association, or
- (d) if no such person holds that office – the public officer of the association.

Special general meeting means a general meeting of the association other than an annual general meeting.

the Act means the *Associations Incorporation Act 2009*.

the Association refers to Dykes on Bikes Incorporated

the Club refers to Dykes on Bikes Incorporated

the regulation means the *Associations Incorporation Regulation 2010*.

1.2 In this constitution:

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

1.3 The provisions of the *Interpretation Act 1987* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

Part 2 Objectives of Dykes on Bikes Incorporated

The objectives which are established:

- (a) To provide the members with the opportunity to participate in motorcycling with like-minded women.
- (b) To provide members with the opportunity to practice and hone their motorcycling skills in a safe and comfortable environment.

- (c) To inform and educate members of motorcycling-related subjects.
- (d) To be accessible to the LGBTQI+ and broader community to provide information and support where applicable.
- (e) To advise interested persons in the LGBTQI+ community to become licensed motor cycle riders.
- (f) To represent the members in industry and community where possible.

Part 3 Membership

3 Full Membership

- 3.1** A person is eligible to be a member of the association if:
- (a) the person is a natural person, and
 - (b) identify as a dyke and
 - (c) Identify as a woman, or identify as non-binary or genderqueer, and your gender is or has been aligned to womanhood or female identity, and
 - (d) Be attracted to the same, and
 - (e) Have a valid motorcycle license.
 - (f) An associate member may become a full member at the committee's discretion & after a minimum of 2 years proven participation, (Club has set a limit on non-riding full members at 5% of total membership).
 - (g) the person has been nominated and approved for membership of the association in accordance with clause 7.
- 3.2** A person is taken to be a full member of the association if:
- (a) the person is a natural person
 - (b) the person was:
 - (i) in the case of an unincorporated body that is registered as the association - a member of that unincorporated body immediately before the registration of the association, or
 - (ii) in the case of an association that is amalgamated to form the relevant association - a member of that other association immediately before the amalgamation, or
 - (iii) in the case of a registrable corporation that is registered as an association - a member of the registrable corporation immediately before that entity was registered as an association.
- 3.3** A person is taken to be a member of the association if the person was one of the individuals on whose behalf an application for registration of the association under section 6 (1) (a) of the Act was made.

4 Associate Membership

A person is eligible to be an Associate member of the association if:

- (a) the person is a natural person, and
- (b) supporter of the club and its objectives

5 Mardi Gras Parade Participant Only / Non-Sydney Membership

A person is eligible to be a Mardi Gras Parade Participant Only / Non-Sydney member of the association if:

- (a) they meet the requirements of clause 3.1 excluding e & f, and
- (b) they are a supporter of the club and its objectives, and
- (c) they do not reside within 150km of Sydney GPO OR only wish to ride in the annual Mardi Gras Parade, and
- (d) they hold a current Riders licence from any Australian state or territory or hold an international riding permit that is translated into English and is recognised by the Roads and Maritime Services (formerly Roads and Traffic Authority of New South Wales) and the New South Wales Police.

6 Life Membership

Life Membership may be conferred upon any Full Member who has rendered outstanding service to the Club. To be eligible for Life Membership:

- (a) a member must be nominated by a Full Member and second by another full member.
- (b) the nomination shall be forwarded to the Club committee for approval.
- (c) if the nomination is approved by the committee the nomination shall then be referred to the next Annual General Meeting.
- (d) Voting at the Annual General Meeting for a Life Membership shall be done by secret ballot and require a 75% majority of the members present voting for the nomination to be approved.
- (e) if such nomination is approved at the Annual General Meeting, the person nominated shall be a Life Member.

7 Nomination for Full Membership

7.1 A nomination of a person for membership of the association:

- (a) must be made by a member of the association in writing in the form set out in <https://www.dykesonbikessydney.org.au/membership> , and
- (b) must be lodged with the membership officer of the association, and.
- (c) must be a full member of at least 2 consecutive years.

- 7.2** As soon as practicable after receiving a nomination for membership, the membership officer must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- (a) At no time is the committee required to explain why a nomination has been rejected or approved.
- 7.3** As soon as practicable after the committee makes that determination, the membership officer must:
- (a) notify the nominee, in writing, that the committee approved or rejected the nomination (whichever is applicable), and
- (b) if the committee approved the nomination, request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under these rules by a member as entrance fee and annual subscription.
- 7.4** The membership officer must, on payment by the nominee of the amounts referred to in clause 7.3(b) within the period referred to in that provision, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association.
- 7.5** No nominations will be approved within 2 months prior to the AGM.

8 Nomination for Mardi Gras Parade Participant Only / Non-Sydney Membership.

- 8.1** Application of a person for Mardi Gras Parade Participant Only / Non-Sydney membership of the association:
- (a) must be made in writing by the applicant on the relevant application form.
- (b) must be lodged with the membership officer of the association
- 8.2** As soon as practicable after receiving an application for membership, the membership officer must refer the application to the committee which is to determine whether to approve or to reject the application.
- (a) At no time is the committee required to explain why the application has been rejected or approved.
- 8.3** As soon as practicable after the committee makes that determination, the membership officer must:
- (a) notify the applicant, that the committee approved or rejected the nomination (whichever is applicable), and
- (b) if the committee approved the application, request the applicant to pay, the sum payable under this constitution by a member as entrance fee and annual subscription.
- 8.4** The membership officer must, on payment by the applicant of the amounts referred to in subclause 8.3 within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a Mardi Gras Parade Participant Only / Non-Sydney member of

the association.

9 Application for Associate Membership

- 9.1** A application of a person for associate membership of the association:
- (b) must be made in writing by the applicant.
 - (c) must be lodged with the membership officer of the association with the applicable fee
- 9.2** The membership officer must, on payment by the applicant of the amounts referred to in subclause 9.1 within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes an Associate Member of the association.

10 Cessation of membership

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

- (a) dies, or
- (b) resigns membership, or
- (c) is expelled from the association, or
- (d) fails to pay the annual membership fee under clause 15 within 1 month after the fee is due.

11 Membership entitlements

11.1 Full Members

- (a) Rights to vote at AGM and SGM
- (b) Eligible to put forward nominations for committee members.
- (c) Eligible to nominate new members to the club after 2 years of consecutive full membership.
- (d) Eligible to hold a position on the committee of the club after 2 years of consecutive full membership.
- (e) Eligible to ride in the Mardi Gras parade in the club entry.
- (f) Discounts to club events.
- (g) Discounts from club supporters.
- (h) Electronic updates and newsletters.
- (i) Eligible to purchase Full Member only merchandise.
- (j) Discounts from kindred clubs.

11.2 Associate Members

- (a) Eligible to be a pillion of a full member on any club organized rides including the Sydney Mardi Gras parade.

- (b) Discounts to club events.
- (c) Discounts from club supporters.
- (d) Discounts from kindred clubs.
- (e) Electronic updates and newsletters.

11.3 Mardi Gras Parade Participant Only / Non-Sydney Membership

- (a) Eligible to ride in the Sydney Mardi Gras parade in the club entry.
- (b) Discounts to club events.
- (c) Discounts from club supporters.
- (d) Electronic updates and newsletters.
- (e) Discounts from kindred clubs.

11.4 Life Membership

- (a) Rights to vote at AGM and SGM
- (b) Eligible to put forward nominations for committee members.
- (c) Eligible to nominate new members to the club.
- (d) Eligible to ride in the Sydney Mardi Gras parade in the club entry.
- (e) Discounts to club events.
- (f) Discounts from club supporters.
- (g) Electronic updates and newsletters.
- (h) Eligible to purchase Full Member only merchandise.
- (i) Discounts from kindred clubs.
- (j) Eligible to hold a position on the committee.

12 Membership entitlements not transferable

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

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

13 Resignation of membership

- (a) A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (b) If a member of the association ceases to be a member under clause 13 (a), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members

recording the date on which the member ceased to be a member.

14 Register of members

- 14.1** The public officer of the association must establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- 14.2** The register of members must be kept at the principal place of administration of the association and must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- 14.3** A member of the association may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied.
- 14.4** If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- 14.5** A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

15 Fees and subscriptions

- (a) A member of the association must pay to the association an annual membership fee, the amount of which is determined by the committee after consultation with members at the AGM.
- (b) Renewal fees are due 1st January of each year.
- (c) A life member shall not pay any membership fees from the time the life membership is conferred.
- (d) Membership financial year is 1st January to the 31st December.

16 Members' liabilities

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 15.

17 Resolution of internal disputes

- (a) Disputes between a member and another member (in their capacity as members) of the association, or disputes between a member and members of the association, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.
- (b) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (c) The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

18 Disciplining of members

- 18.1** A complaint may be made to the committee by any person that a member of the association:
- (a) has repeatedly refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has repeatedly and wilfully acted in a manner prejudicial to the interests of the association, or
 - (c) has refused or neglected to comply with a provision or provisions set out in the bylaws.
- 18.2** The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- 18.3** If the committee decides to deal with a complaint, the committee:
- (a) must cause notice of the complaint to be served on the member concerned; and
 - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.
- 18.4** The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- 18.5** If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 19.
- 18.6** The expulsion or suspension does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or

- (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 19.5,

whichever is the latter.

19 Right of appeal of disciplined member

- 19.1** A member may appeal to the association in general meeting against a resolution of the committee under clause 18, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 19.2** The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 19.3** On receipt of a notice from a member under clause 19.1, the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- 19.4** At a general meeting of the association convened under clause 19.3:
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 19.5** The appeal is to be determined by a simple majority of votes cast by members of the association present.

Part 4 The Committee

20 Powers of the committee

Subject to the Act, the Regulation and this constitution and to any resolution passed by the association in general meeting:

- (a) is to control and manage the affairs of the association, and
- (b) may exercise all such functions as may be exercised by the association, other than those functions that are required by these rules to be exercised by a general meeting of members of the association, and
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

21 Composition and membership of the committee

21.1 The committee is to consist of:

- (a) the office-bearers of the association, (which positions must be filled at all times) and
- (b) up to 6 ordinary committee members, each of whom is to be elected at an annual general meeting of the association under clause 22.

each of whom is to be elected at the annual general meeting of the association under clause 15.

21.2 The total number of committee members is to be a minimum of 4, maximum of 10.

21.3 The office-bearers of the association are to be:

- (a) the President
- (b) the Vice-President
- (c) the Treasurer, and
- (d) the Secretary

21.4 The ordinary committee members are as follows:

- (a) the media officer
- (b) the merchandise officer
- (c) the senior ride leader
- (d) the membership officer

21.5 A committee member may hold up to 2 offices (other than both the President and Vice-President offices).

21.6 As from the 2012 AGM, each elected member of the committee is to hold office for a 2 year term, with a maximum of 2 consecutive terms in their elected position.

21.7 A committee member who has served the maximum 2 consecutive terms in one position may place a nomination forward for that position, this nomination will only be valid if the position is uncontested.

21.8 Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting 2 years following the date of the member's election.

21.9 In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.

22 Election of committee members

22.1 Nominations of candidates for election as office-bearers of the association or as ordinary members of the committee:

- (a) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 22.2** If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- 22.3** If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- 22.4** If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- 22.5** If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- 22.6** The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted by postal voting as stipulated in clause 41.
- 22.7** A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a full member or life member of the association.

23 Secretary

- 23.1** The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of their address.
- 23.2** It is the duty of the secretary to keep minutes of:
- (a) all appointments of office-bearers and members of the committee, and
 - (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- 23.3** Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

24 Treasurer

It is the duty of the treasurer of the association to ensure:

- (a) that all money due to the association is collected and received and that all payments authorized by the association are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

25 Casual vacancies

- 25.1** In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a full member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- 25.2** For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member:
- (a) dies, or
 - (b) ceases to be a member of the association, or
 - (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (d) resigns office by notice in writing given to the secretary, or
 - (e) is removed from office under clause 26, or
 - (f) becomes a mentally incapacitated person, or
 - (g) is absent without the consent of the committee from 3 consecutive meetings of the committee.
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

26 Removal of committee member

- 26.1** The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 26.2** If a member of the committee to whom a proposed resolution referred to in subclause 26.1 relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representation be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

27 Committee meetings and quorum

- 27.1** The committee must meet at least 12 times in each period of 12 months at such place and time as the committee may determine.
- 27.2** Additional meetings of the committee may be convened by the president or by any member of the committee.
- 27.3** Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- 27.4** Notice of a meeting given under subclause 27.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 27.5** Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- 27.6** No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- 27.7** If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 27.8** At a meeting of the committee:
- (a) the president or, in the president's absence, the vice-president is to preside, or
 - (b) if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

28 Delegation by committee to sub-committee

- 28.1** The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
- (a) this power of delegation, and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.

- 28.2** A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 28.3** A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- 28.4** Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- 28.5** Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- 28.6** The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- 28.7** A sub-committee may meet and adjourn, as it thinks proper.

29 Voting and decisions

- 29.1** Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- 29.2** Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 29.3** Subject to clause 27.5, the committee may act despite any vacancy on the committee.
- 29.4** Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part 5 General Meeting

30 Annual general meetings – holding of

- 30.1** The association must hold its first annual general meeting within the period of 18 months after its incorporation under the Act.
- 30.2** The association must hold its annual general meetings:
- (a) within 6 months after the close of the association's financial year, or
 - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

31 Annual general meetings – calling of and business at

- 31.1** The annual general meeting of the association is, subject to the Act and to clause 30, to be convened on such date and at such place and time as the committee thinks fit.
- 31.2** In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
- (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the committee reports on the activities of the association during the last preceding financial year,
 - (c) to announce results from postal and electronic ballot, who the elected office-bearers of the association and ordinary committee members are,
 - (d) to receive and consider the financial statement or report which is required to be submitted to members under the Act.
- 31.3** An annual general meeting must be specified as such in the notice convening it.

32 Special general meetings – calling of

- 32.1** The committee may, whenever it thinks fit, convene a special general meeting of the association.
- 32.2** The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the association.
- 32.3** A requisition of members for a special general meeting:
- (a) must state the purpose or purposes of the meeting, and
 - (b) must be signed by the members making the requisition, and
 - (c) must be lodged with the secretary, and

(d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

- 33.4** If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- 33.5** A special general meeting convened by a member or members as referred to in subclause 33.4 must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

33 Notice

- 33.1** Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 33.2** If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause 33.1, the intention to propose the resolution as a special resolution.
- 33.3** No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 31.2.
- 33.4** A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

34 Quorum at General Meetings

- 34.1** No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- 34.2** Ten members present in person (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 34.3** If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
- (a) if convened on the requisition of members, is to be dissolved, and
 - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding

at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

- 34.4** If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 5) is to constitute a quorum.

35 Presiding member

- 35.1** The President or, in the President's absence, the Vice-President, is to preside as chairperson at each general meeting of the association.
- 35.2** If the President and the Vice-President are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

36 Adjournment

- 36.1** The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 36.2** If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 36.3** Except as provided in subclauses 36.1 and 36.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

37 Making of decisions

- 37.1** A question arising at a general meeting of the association is to be determined by either;
- (a) A show of hands, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- 37.2** If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against that resolution.
- 37.3** If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

38 Special resolution

A special resolution may only be passed by the association in accordance with section 39 of the Act.

39 Voting

- 39.1 On any question arising at a general meeting of the association a member has one vote only.
- 39.2 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 39.3 A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member proxy to the association has been paid.
- 39.4 A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.

40 Proxy votes

A proxy is a person authorized to vote on behalf of another person.

- (a) Proxy voting may be undertaken at or in respect of a general meeting.
- (b) The person holding the proxy vote must be a member of the association or a proxy vote can be held by committee on your behalf.
- (c) Only one proxy vote may be held by a member.
- (d) For a proxy form to be valid, it must be received by the Secretary no less than one week prior to the general meeting.

Note: Schedule 1 of the Act provides that an association's constitution is to address whether members of the association are entitled to vote by proxy at general meetings.

41 Postal ballots

- 41.1 The association may hold a postal ballot and / or electronic ballot to determine any issue or proposal (other than an appeal under clause 19).
- 41.2 The election of office bearers and ordinary committee members is to be conducted by postal ballot and / or electronic ballot.
- 41.3 A postal ballot and / or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

Part 6 Miscellaneous

42 Insurance

The association may effect and maintain insurance.

43 Funds – source

- 43.1** The funds of the association are to be derived from entrance fees and annual subscription fees of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- 43.2** All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorized deposit-taking institution account.
- 43.3** The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

44 Funds – management

- 44.1** Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.
- 44.2** All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the association, being members authorised to do so by the committee.
- 44.3** As of 2012 a full audit of the association's financial books is to take place:
 - (a) every 2 years, or
 - (b) when there is a change of treasurer.

45 Change of name, objects and constitution

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association.

46 Custody of books

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

47 Inspection of books

- 47.1 The records, books and other documents of the association must be open to inspection, free of charge, by a member of the association at any reasonable hour.
- (a) records, books and other financial documents of the association,
 - (b) this constitution,
 - (c) minutes of all committee meetings and general meetings of the association.
- 47.2 A member of the association may obtain a copy of any of the documents referred to in subclause 47.1 on payment of a fee of not more than \$1 for each page copied.

48 Service of notices

- 48.1 For the purpose of these rules, a notice may be served on or given to a person:
- (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- 48.2 for the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:
- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

49 Financial reporting year

The financial year of the association is:

- (a) the period of time commencing on the date of incorporation of the association and ending on the following 30 June, and
- (b) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

Note: Schedule 1 of the Act provides that an association's constitution is to address the association's financial year.

Appendix 1 Proxy Form

FORM OF APPOINTMENT OF PROXY

I,of
(full name) *(address)*

being a member of
(name of incorporated association)

hereby appoint of
(full name of proxy) *(address)*

being a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or special general meeting, as the case may be) to be held on the

.....day of.....
(month and year)

and at any adjournment of that meeting.

- * My proxy is authorized to vote in favour of/against (delete as appropriate) the resolution (insert details).
- * to be inserted if desired.

..... Signature of
member appointing proxy

Date.....

NOTE: A proxy vote may not be given to a person who is not a member of the association.