

**ME (Chronic Fatigue Syndrome) Society of  
Victoria Inc**

# **Constitution 2007**

This document is composed of two parts:

- Statement of Purposes
- Rules of the Society

*Passed at the Special General Meeting 28th October 2007  
Approved 31 October, 2007*

# ASSOCIATIONS INCORPORATION ACT 1981

## Section 5(b)

### STATEMENT OF PURPOSES

1. 

**(1) The name of the proposed incorporated association is M.E. (CHRONIC FATIGUE SYNDROME) SOCIETY OF VICTORIA Incorporated.**

**(2) For the purposes of national unity, consistency and coordination the organisation may operate under the name of "ME/CFS Australia (Victoria)".**
2. 

**The Purposes for which the proposed incorporated association is established are:-**

  - (1) **To establish a non-profit self-help organisation offering support and understanding to alleviate the suffering of and promote the wellbeing of those people, including children and young adults, who are physically and/or psychologically disabled, disadvantaged or debilitated by the illness or illnesses herein called ME/CFS including the related spectrum of neuro immunological diseases and known variously as ME (Myalgic Encephalomyelitis or Myalgic Encephalopathy) CFS (Chronic Fatigue Syndrome) FM (Fibromyalgia) and CFIDS (Chronic Fatigue – Immune Dysfunction Syndrome) among many other names.**
  - (2) **To render material aid, practical assistance and counselling to all ME/CFS sufferers, including children and young adults and their families and carers.**
  - (3) **To act as an advisory body to safeguard the health, social, economic and educational interests of people afflicted with ME/CFS.**
  - (4) **To increase the understanding of and acceptance by the general community, medical, paramedical and health professionals as to the nature of ME/CFS and the special problems it causes.**
  - (5) **To advise families, carers, friends, educationalists and employers in the care and support of those afflicted with ME/CFS.**
  - (6) **To support, promote and sponsor research and study programs into the pathogenesis, aetiology and treatment of ME/CFS.**
  - (7) **To promote and provide all forms of communication which are:-**
    - (i) **for the benefit of ME/CFS sufferers.**
    - (ii) **educational for ME/CFS sufferers, the general public and medical, health, social and educational professionals.**
    - (iii) **related to the causes, consequences, management and treatment of ME/CFS.**
    - (iv) **supportive of the purposes aims and objectives of the Society whether taken in co-operation with other organisations or not and whether within Australia or elsewhere.**

- (8) ***To print, publish and circulate such newsletters, journals, articles, books, pamphlets, leaflets, visual and audio-visual materials that will assist the aims and objectives of the Society.***
- (9) ***To liaise with ME/CFS Societies in other states of Australia and in other countries and also with other related societies and organisations either directly or by mail, telephone, facsimile transmission, electronic mail or otherwise.***
- (10) ***To do all things incidental or conducive to the attainment of the above objectives with the intent that:-***
  - (1) ***the Society's VISION is to be an organisation which has a significant and positive influence on the wellbeing of people affected by ME/CFS; and***
  - (2) ***the Society's MISSION is to provide support, information and advocacy for people affected by ME/CFS and to advance the interests and wellbeing of people with this disorder.***

**M.E. (CHRONIC FATIGUE SYNDROME) SOCIETY OF VICTORIA INCORPORATED**

**THE RULES**

1. **The name of the incorporated association is M.E. (Chronic Fatigue Syndrome) Society of Victoria Incorporated (in these rules called “the Society”).  
For the purposes of national unity, consistency and coordination the organisation may operate under the name of “ME/CFS Australia (Victoria)”.**

(2) **DEFINITIONS**

- (1) **In these Rules, unless the contrary intention appears –**

**“Act” means the Associations Incorporation Act 1981;**

**“By-Laws” means By-laws approved by Committee in accordance with Rule 37;**

**“committee” means the committee of management of the Society;**

**“financial year” means the year ending on 30 June;**

**“general meeting” means a general meeting of members convened in accordance with rule 12;**

**“member” means a member of the Society;**

**“ordinary committee member” means a member of the committee who is not an executive officer of the Society under Rule 21;**

**“executive officer” means a member who has been either elected or appointed as either President, Vice-President, Secretary or Treasurer;**

**“executive” is the term which describes the executive officers collectively;**

**“days”, when referring to the time within which an act is to be done or a notice is to be given, means “clear days”;**

**“Regulations” means regulations under the Act;**

**“relevant documents” has the same meaning as in the Act.**

- (2) **In these Rules, a reference to the Secretary of a Society is a reference-**  
**(a) if a person holds office under these Rules as Secretary of the Society – to that person; and**  
**(b) in any other case, to the public officer of the Society.**

3. **ALTERATIONS OF THE RULES**

**These rules and the statement of purposes of the Society shall not be altered except in accordance with the Act.**

4A **MEMBERSHIP AND SUBSCRIPTIONS**

- (1) **A person or organisation who:-**

**(a) applies for membership on the form approved from time to time by the committee; and**

- (b) *pays the annual membership fee relevant to the class of membership for which application is made -*
- (2) *becomes a member of the Society immediately upon the application being accepted by the Society issuing a receipt to the applicant for the membership fee. As soon as practicable after the application has been accepted, the Secretary must ensure that the appropriate administrative procedures are undertaken to –*
  - (a) *notify the applicant in writing of the acceptance of the application; and*
  - (b) *send the applicant the receipt for the payment of the membership fee together with such other documents as the committee may from time to time direct; and*
  - (c) *enter in the register of members the name and address of the applicant, together with such other particulars concerning the applicant as are given on the application form.*
- (3) *The annual membership fee is such amount as is fixed from time to time by the committee and covers the period from the first day of July in one year to the thirtieth day of June in the following year. The annual membership fee falls due for payment on the first day of July in each year.*
- (4) *The committee may by resolution of a By-law establish different classes of membership and may fix different fees for different classes of membership provided that in doing so it does not discriminate between members of the same class of membership.*
- (5) *An applicant for membership is entitled upon request to receive free of charge a copy of the form of application for membership approved by the committee.*
- (6) *No entrance fee is payable to join the Society.*
- (7) *A right, privilege, or obligation of a person by reason of membership of the Society–*
  - (a) *is not capable of being transferred or transmitted to another person; and*
  - (b) *terminates upon the cessation of membership whether by death or resignation or otherwise.*

#### **4B HONORARY LIFE MEMBERSHIP**

*An award of Honorary Life Membership of the Society may be made to a person deemed by the committee to have made an outstanding personal contribution to the Society. The award of Honorary Life Membership entitles the person so honoured, during the lifetime of that person, to all the rights and privileges applicable to financial members without any further payment. The Honorary Life Membership will be awarded by resolution of the Committee.*

#### **5. REGISTER OF MEMBERS**

- (1) *the Secretary must ensure that at the office of the Society there be kept and maintained a register of members containing –*
  - (a) *the name, postal address, electronic mail address if available and other such particulars as the Committee may determine of each member; and*

- (b) *the date on which each member's name was entered in the register; and*
  - (c) *The class of membership.*
- (2) *The register is available for inspection at a reasonable time at the office address of the Society in accordance with the provisions of the Act.*
- (3) *A member may make a copy of entries in the register.*

#### **6. CEASING MEMBERSHIP**

- (1) *A member of the Society who has paid all moneys due and payable by a member to the Society may resign from the Society by giving one month's notice in writing to the Secretary of his or her intention to resign.*
- (2) *After the expiry of the period referred to in sub-rule (1) –*
  - (a) *the member ceases to be a member; and*
  - (b) *the Secretary must ensure that there is recorded in the register of members the date on which the member ceased to be a member.*

#### **7. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

- (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 Society, the committee may by resolution –*
  - (a) *fine that member an amount not exceeding \$500; or*
  - (b) *suspend that member from membership of the Society for a specified period; or*
  - (c) *expel that member from the Society.*
- (2) *A resolution of the committee under sub-rule (1) does not take effect unless -*
  - (a) *at a meeting held in accordance with sub-rule (3), the committee confirms the resolution; and*
  - (b) *if the member exercises a right of appeal to the Society under this rule, the Society confirms the resolution in accordance with this rule.*
- (3) *A meeting of the committee to confirm or revoke a resolution passed under sub-rule (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 (4).*
- (4) *For the purposes of giving notice in accordance with sub-rule (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 his or her 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 he or she 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, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Society in general meeting against the resolution.*
- (5) *At a meeting of the committee to confirm or revoke a resolution passed under sub-rule (1), the committee must -*
- (a) *give the member, or his or her 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.*
- (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 he or she wishes to appeal to the Society in general meeting against the resolution.*
- (7) *If the Secretary receives a notice under sub-rule (6), he or she must notify the committee and the committee must convene a general meeting of the Society to be held within 21 days after the date on which the Secretary received the notice.*
- (8) *At a general meeting of the Society convened under sub-rule (7) –*
- (a) *no business other than the question of the appeal may be conducted; and*
  - (b) *the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and*
  - (c) *the member, or his or her representative, must be given an opportunity to be heard; and*
  - (d) *the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.*
- (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 favour of the resolution. In any other case, the resolution is revoked.*

**8. DISPUTES AND MEDIATION**

- (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 Society.**
- (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.**
- (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.**
- (4) The mediator must be –**

  - (a) a person chosen by agreement between the parties; and**
  - (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 the Society; or**
    - (ii) in the case of a dispute between a member and the Society, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).**
- (5) A member of the Society can be a mediator.**
- (6) The mediator cannot be a member who is a party to the dispute.**
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.**
- (8) 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.**
- (9) The mediator must not determine the dispute.**
- (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. ANNUAL GENERAL MEETINGS**

- (1) The committee may determine the date, time and place of the annual general meeting of the Society.**
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.**
- (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 Society during the last preceding financial year; and**
  - (c) to announce the result of the election of the executive officers and ordinary committee members, including the result of any postal ballot made necessary by these Rules or, in the event of there being insufficient nominations to fill all vacancies, to appoint sufficient additional members to fill each vacancy on the committee;**
  - (d) to receive and consider the statement submitted by the Society in accordance with section 30(3) of the Act.**
- (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**

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.**
- (2) All general meetings other than the annual general meeting are special general meetings.**
- (3) The committee may, whenever it thinks fit, convene a special general meeting of the Society.**
- (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.**
- (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 of the Society.**
- (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.**
- (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.*

- (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 Society to the persons incurring the expenses.*

## **11. SPECIAL BUSINESS**

*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**

- (1) *The Secretary of the Society must cause to be sent to each member of the Society –*
- (a) *in the case of a general meeting at least fourteen (14) days before the date fixed for the holding of the meeting, or*
  - (b) *in the case of a special general meeting at which a special resolution is to be proposed at least twenty-one (21) days before the date fixed for the holding of the meeting, or*
  - (c) *in the case of the annual general meeting at least seventy (70) days before the date fixed for the holding of the meeting, -*  
*a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting together with such other information as is required by these Rules.*
- (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.*
- (3) *No business other than that set out in the notice convening the meeting may be conducted at the meeting.*
- (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 GENERAL MEETINGS**

- (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.*

- (2) *Ten members personally 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.*
- (3) *If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present –*
  - (i) *in the case of a meeting convened upon the request of members – the meeting must be dissolved; and*
  - (ii) *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.*
- (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 personally present (being not less than 3) shall be a quorum.*

#### **14. PRESIDING AT GENERAL MEETINGS**

- (1) *The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Society.*
- (2) *If the President and the Vice-President 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 MEETINGS**

- (1) *The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.*
- (2) *No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.*
- (3) *If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 12.*
- (4) *Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.*

#### **16. VOTING AT GENERAL MEETINGS**

- (1) *Upon any question arising at a general meeting of the Society, a member has one vote only.*
- (2) *All votes must be given personally or by proxy.*
- (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.*
- (4) *A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Society have been paid, other than the amount of the annual subscription payable in respect of the current financial year.*

**17. POLL AT GENERAL MEETINGS**

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that 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.**
- (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 meeting as the Chairperson may direct.**

**18. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED**

**If a question arising at a general meeting of the Society 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 Society**

**is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.**

**19. PROXIES**

- (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 meeting in respect of which the proxy is appointed or in the case of the annual general meeting, no later than fourteen (14) days before the time of the annual general meeting in respect of which the proxy is appointed.**
- (2) The notice appointing the proxy must be –**
  - (a) in the case of a meeting convened under Rule 7 (7), in the form approved from time to time by the committee; or**
  - (b) in any other case, in the form of general proxy approved from time to time by the committee.**
- (3) Any member is entitled upon request to receive without delay and free of charge a copy of the relevant form of proxy approved by the committee.**

**20. COMMITTEE OF MANAGEMENT**

- (1) The affairs of the Society shall be managed by the committee of management.**
- (2) The committee –**
  - (a) shall control and manage the business and affairs of the Society; and**

- (b) *may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Society other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Society; and*
  - (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 Society.*
- (3) *Subject to section 23 of the Act, the committee shall consist of:-*
- (a) *the executive officers of the Society who shall form the executive; and*
  - (b) *five (5) ordinary committee members.*

*each of whom shall be elected at the annual general meeting of the Society in every second year.*

- (c) *Up to three additional members may be co-opted by the Committee with the intent that these members bring particular skills perceived to be needed by the Society. Additional members once co-opted have full voting rights.*

## **21. EXECUTIVE OFFICERS**

- (1) *The executive officers of the Society shall be –*
- (a) *a President;*
  - (b) *a Vice-President;*
  - (c) *a Treasurer; and*
  - (d) *a Secretary.*
- who shall collectively be called “the executive”.*
- (2) *the provisions of Rule 23, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the executive offices referred to in sub-rule (1).*
- (3) *Each executive officer of the Society shall hold office until the annual general meeting when elections are next due to be held but is eligible for re-election.*
- (4) *In the event of a casual vacancy in any executive office referred to in sub-rule (1), the committee may appoint a member of the Society to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting when elections are next due to be held..*

## **22. ORDINARY COMMITTEE MEMBERS**

- (1) *Subject to these Rules, an ordinary committee member shall hold office until the annual general meeting when elections are next due to be held but is eligible for re-election.*

- (2) *In the event of a casual vacancy occurring on the committee, the committee may appoint a member of the Society to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting when elections are next due to be held.*
- (3) *If the Society has appointed a person to the position of Executive Director or similar position, that person shall be an ex-officio member of the Committee with full voting rights.*
- (4) *The Committee may co-opt to the Committee at its discretion up to three additional members.*

## **23. ELECTION OF EXECUTIVE OFFICERS AND ORDINARY COMMITTEE MEMBERS**

- (1) *Nominations of candidates for election as an executive officer of the Society or as an ordinary committee member must be –*
  - (a) *made in writing, signed by two members of the Society and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and*
  - (b) *delivered to the Secretary of the Society not less than forty-two (42) days before the date fixed for the holding of the annual general meeting*
- (2) *Prior to the annual general meeting a candidate may only be nominated either for one executive office, or as an ordinary committee member.*
- (3) *If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.*
- (4) *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.*
- (5) *If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.*
- (6) *The ballot for the election of the executive officers and of the ordinary committee members must be concluded no later than the day prior to the date of the relevant annual general meeting and must be conducted by means of a postal vote of all members eligible to vote in the election who choose to take part in the ballot and otherwise in such manner as the committee may from time to time direct.*
- (7) *The incoming executive officers and ordinary committee members shall take up their respective positions at the conclusion of the annual general meeting.*

## **24. VACANCIES**

- (1) *The position of an executive officer or of an ordinary committee member becomes vacant if the executive officer or ordinary committee member –*
  - (a) *ceases to be a member of the Society; or*
  - (b) *becomes an insolvent under administration within the meaning of the Corporations Law; or*

(c) *resigns from the position by notice in writing given to the Secretary.*

(2) *The continuing members of the Committee may act notwithstanding any vacancy in the Committee, but if and so long as their number is reduced below the number fixed pursuant to the Rules as the necessary quorum of the committee, the continuing member or members may act for the purpose of increasing the number of members of the Committee to that number or by summoning a general meeting of the Society, but for no other purpose.*

**25. MEETINGS OF THE COMMITTEE**

(1) *The committee must meet at least three times in each year at such place, at such times and in such manner, whether in person or by means of telephonic, videophonic or electronic contact, as the committee may decide.*

(2) *Special meetings of the committee may be convened by the President or by any four members of the committee.*

**26. NOTICE OF COMMITTEE MEETINGS**

(1) *Written notice of each committee meeting must be given to each member of the committee at least two business days before the date of the meeting.*

(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.*

**27. QUORUM FOR COMMITTEE MEETINGS**

(1) *Any four members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.*

(2) *No business may be conducted unless a quorum is present.*

(3) *If within half an hour of the time appointed for the meeting a quorum is not present –*

(i) *in the case of a special meeting – the meeting lapses;*

(ii) *in any other case – the meeting shall stand adjourned to the same place and the same time and day in the following week.*

(4) *The committee may act notwithstanding any vacancy on the committee.*

**28. PRESIDING AT COMMITTEE MEETINGS**

*At meetings of the committee –*

(a) *the President or, in the President's absence, the Vice-President presides; or*

(b) *if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.*

**29 VOTING AT COMMITTEE MEETINGS**

- (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.*
- (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.*

**30 REMOVAL FROM COMMITTEE**

- (1) The Society in general meeting may, by resolution, remove any executive officer or any ordinary committee member before the expiration of the relevant term of tenure and may appoint another member in place of the executive officer or ordinary committee member so removed but for no longer period than the unexpired term of the person so removed.*
- (2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Society (not exceeding a reasonable length) and may request that the representations be provided to the members of the Society.*
- (3) The Secretary or the President may give a copy of the representations to each member of the Society, or if they are not so given, the member may require that they be read out at the meeting.*

**31. MINUTES OF MEETINGS**

*The Secretary of the Society must keep minutes 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.*

**32. FUNDS**

- (1) The Treasurer of the Society must ensure that there are appropriate administrative procedures in place at the office to –*
  - (a) collect and receive all moneys due to the Society and make all payments authorised by the Society; and*
  - (b) keep correct accounts and books showing the financial affairs of the Society with full details of all receipts and expenditure connected with the activities of the Society.*
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.*
- (3) The funds of the Society shall be derived from annual subscriptions, donations and such other sources as the committee determines.*
- (4) All monies received shall be applied in furthering all or any of the objects of the Society and no portion of such monies shall be paid to any member or co-opted*

*member of the Society provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any member of the Society in return for any goods or services actually rendered to the Society.*

**33 SEAL**

- (1) *The common seal of the Society must be kept in safe custody at the office of the Society to the satisfaction of the Secretary.***
- (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 either of two members of the committee or, of one member of the committee and of the public officer of the Society.***

**34. NOTICE TO MEMBERS**

*Except for the requirement in rule 12, any notice that is required to be given to a member, by or on behalf of the Society under these Rules may be given by –*

- (a) *delivering the notice to the member personally; 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 him or her in this manner; or***
- (d) *electronic transmission, if the member has requested that the notice be given to him or her in this manner.***

**35. WINDING UP**

*If, upon the winding up or dissolution of the Society there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Society but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Society and which is a fund, authority or institution approved by the Commissioner of Taxation as a fund, authority or institution referred to in Section 78(1)(a) of the Income Tax Assessment Act 1936, as amended.*

**36. CUSTODY AND INSPECTION OF BOOKS AND RECORDS**

- (1) *Except as otherwise provided in these Rules, the Secretary must ensure to his or her satisfaction that all books, documents and securities of the Society are retained in safe keeping.***
- (2) *All accounts, books, securities and any other relevant documents of the Society must be available for inspection free of charge by any member upon request.***
- (3) *A member may make a copy of any accounts, books, securities and any other relevant documents of the Society.***

**37. BY-LAWS**

- (1) The Committee may prescribe by resolution By-laws to give better effect to these Rules and/or for the proper and effective administration of the Society***
- (2) A resolution dealing with the adoption, addition to, alteration of or repeal of By-Laws shall not be dealt with by the Committee unless notice of motion has been given of the resolution not less than one week before any meeting of the Committee***
- (3) Subsequent to the adoption or variation of a By-Law or the repeal of a By-law, a full copy of the By-law or the variation to it or notice of its repeal shall be advised to all members of the Society. Such advice may be provided by display on the Society's website.***

---

---