

Christian Football Federation of Australia

Constitution

Under the *Associations Incorporation Act 2009*

About this model constitution

The constitution of an incorporated association forms the structure within which the association operates.

To assist associations develop their constitution, NSW Fair Trading has prepared this model constitution, which covers the matters required by law. An association may:

- adopt this model constitution; or
- adopt a modified version of this model constitution.

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Part 1 - Preliminary

1. Definitions

(1) In this constitution:

Association means the incorporated body of Members.

By-Laws mean the tournament rules and policy documents of the Association.

Committee means the group of elected office-bearers and committee members forming the governance body of the Association.

Director-General means the Director-General of the Department of Services, Technology and Administration.

ordinary committee member means a member of the committee who is not an office-bearer of the association.

secretary means:

(a) the person holding office under this constitution as secretary of the association, or

(b) 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 Regulation means the *Associations Incorporation Regulation 2010*.

Life Member means an individual who has received life membership and has no voting rights at any meeting.

Christian Football means any Christian or Church based football organisation.

Member means a member of the Association with voting rights.

(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.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

2. Objects

(1) The objects for which CFFA is established are:

(a) to foster, develop, encourage the sport of Christian and Churches Football in Australia and New Zealand for the benefit of Members;

(b) to encourage and equip Christian football players, coaches and administrators to effectively participate and communicate their faith through football.

(c) to abide by the laws of the game of Football as laid down by the International Board as set out in the latest issue of the Referee's Chart, and as altered or amended by CFFA to meet the specific needs of the CFFA from time to time

(d) to encourage the formation of Christian Football Confederations, Associations or Ministries and affiliates Associations in Australia and New Zealand;

(e) to do all such other things (which CFFA may decide) that are incidental and conducive to the attainment of the above objects or any of them.

Part 2 - Membership

3. Membership generally

- (1) An entity is eligible to be a Member of the association if:
 - (a) they are an association of clubs or individuals that function and operate Christian football competitions or football development programs within Australia and or New Zealand, and
 - (b) the entity has been nominated and approved for membership of the association in accordance with clause 5.
- (2) An entity is taken to be a Member of the association if the entity was one of the organisations on whose behalf an application for registration of the association under section 6 (1) (a) of the Act was made.
- (3) An entity is eligible to be an Affiliate Member of the association if:
 - (a) it is a body whose purposes are for Christian football in Australia or New Zealand, and
 - (b) the entity has been nominated and approved for membership of the association in accordance with clause 5.
 - (c) Affiliate Members are not entitled to vote at a general meeting of the association.

4. Life Members

A person may receive life membership of the CFFA if:

- (a) they have actively engaged in furthering the objects of the CFFA.
- (b) they are nominated by a Member at a general meeting of the association for life membership and subsequently receive at least two thirds support of all Members in voting.
- (c) Life members may attend functions organised by the CFFA meeting, attend general meetings of the association, and speak on matters raised at general meetings of the association.
- (d) Life members are not entitled to vote at any meeting of the Association.

5. Nomination for membership

- (1) A nomination for membership of the association:
 - (a) must be made in writing in the form set out in Appendix 1 to this constitution, and
 - (b) must be lodged with the secretary of the association.
- (2) As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- (3) As soon as practicable after the committee makes that determination, the secretary 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 this constitution by a member as entrance fee and annual subscription.
- (4) The secretary must, on payment by the nominee of the amounts referred to in subclause (3) (b) within the period referred to in that provision, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association.

6. Cessation of membership

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

- (a) fails to meet the requirements of being a member (as defined in Section 3), or
- (b) resigns membership, or
- (c) is expelled from the association, or
- (d) fails to pay any outstanding monies due to the association within 3 months after the due date.

7. Cessation of Life Membership

A Life Member ceases to be a member of the association if:

- (a) resigns membership, or
- (b) is expelled from the association, or

8. Membership entitlements not transferable

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

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

9. Resignation of membership

- (1) A member of the association 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.
- (2) If a member of the association ceases to be a member under subclause (1), 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.

10. Resignation of Life Membership

- (1) A Life Member of the association 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 Life Member's intention to resign and, on the expiration of the period of notice, the Life Member ceases to be a Life Member.
- (2) If a Life Member of the association ceases to be a Life Member under subclause (1), and in every other case where a Life Member ceases to hold membership,

the secretary must make an appropriate entry in the register of members recording the date on which the Life Member ceased to be a Life Member.

11. Register of members

- (1) The public officer of the association must establish and maintain a register of members of the association specifying the name and postal or residential address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
 - (a) at the main premises of the association, or
 - (b) if the association has no premises, at the association's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- (4) A member of the association may obtain a copy of any part of the register on payment of a fee for the cost of reproduction and delivery.
- (5) 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.
- (6) 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.

12. Fees and subscriptions

- (1) A member of the association must, on admission to membership, pay to the association a fee of an amount as determined at the Annual General Meeting.
- (2) In addition to any amount payable by the member under subclause (1), a member of the association must pay to the association an annual membership fee of an amount as determined at the Annual General Meeting.

13. 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 12.

14. Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- (2) 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.
- (3) The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

15. Disciplining of members

- (1) A written complaint may be made to the committee by any person that a Member of the association:
 - (a) has refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has wilfully acted in a manner prejudicial to the interests of the association.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the committee decides to deal with the 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.
- (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.
- (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 16.
- (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 16, whichever is the later.

16. Right of appeal of disciplined member

- (1) A member may appeal to the association in general meeting against a resolution of the committee under clause 15, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (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.
- (3) On receipt of a notice from a member under subclause (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.
- (4) At a general meeting of the association convened under subclause (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.
- (5) The appeal is to be determined by a simple majority of votes cast by Members of the association.

Part 3 - The committee

17. Powers of the committee

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

- (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 this constitution 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.

18. Composition and membership of committee

- (1) The committee is to consist of:
 - (a) the office-bearers of the association, and
 - (b) at least 3 ordinary committee members, each of whom is to be elected at the annual general meeting of the association under clause 28.
- (2) The maximum number of committee members is to be 12.
- (3) The office-bearers of the association are as follows:
 - (a) the president,
 - (b) the vice-president,
 - (c) the treasurer,
 - (d) the secretary,
- (4) The portfolio positions to be filled by ordinary committee members are as follows:
 - (a) the registrar,
 - (b) the chaplain,
 - (c) the referees director,
 - (d) the coaching director,
 - (e) the tournaments director,
 - (f) the development officer,
 - (g) up to two (2) non-portfolio positions.
- (5) A committee member may hold up to two (2) offices (other than two (2) office-bearers of the association). A committee member is only entitled to one vote regardless of how many offices they hold.
- (6) The office bearers may make decisions on issues that arise between committee meetings that require speedy resolution with no less than 3 office bearers voting on a decision. These decisions need to be ratified at the next following committee meeting. The committee may decide delegated authorities for the office bearers for decisions that do not require ratification.
- (7) Each member of the committee is, subject to this constitution, to hold office for a term of two (2) years. The office bearers take office at the conclusion of the annual general meeting at which they are elected and subject to this constitution,

hold office until the conclusion of the annual general meeting in the year they are eligible for re-election.

- (8) Office bearer elections shall be stepped to ensure that at each Annual General Meeting only the President and Treasurer are elected in one year and the Secretary and Vice President are elected in the alternate year.
- (9) Retiring committee members are eligible for re-election.
- (10) Committee members must represent the wider needs of the CFFA football community and no association member is entitled to hold more than two (2) positions on the committee.

19. Election of committee members

- (1) Nominations of candidates for election as office-bearers of the association or as ordinary committee members:
 - (a) Nominations for each office or position to be elected must be given to the Secretary prior to the vote either verbally or in writing and agreed by the nominee.
- (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.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- (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.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

20. Secretary

- (1) The Secretary of the association must, as soon as practicable after being appointed as Secretary, lodge notice with the association of his or her address.
- (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.
- (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.

21. 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 authorised 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.

22. Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a person to fill the vacancy. The person 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.
- (2) At the said annual general meeting, the person filling the casual vacancy may be nominated for election to the office.
- (3) A casual vacancy in the office of a member of the committee occurs if the member:
 - (a) dies, or
 - (b) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (c) resigns office by notice in writing given to the secretary, or
 - (d) is removed from office under clause 23, or
 - (e) is medically determined to be a mentally incapacitated person, or
 - (f) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
 - (g) 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
 - (h) 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.

23. Removal of committee members

- (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.
- (2) If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations 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.

24. Committee meetings and quorum

- (1) The committee must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (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.

- (4) Notice of a meeting given under subclause (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.
- (5) Any 5 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (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.
- (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.
- (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.
- (9) A meeting of the committee may be held other than face to face. The procedure for such a committee meeting is the same as the normal committee meeting, except that it is not necessary for the participants to be present in the same room, provided the participants can hear and heard by each other.

25. Delegation by committee to sub-committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of persons 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.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause 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.
- (4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.

- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

26. Voting and decisions

- (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.
- (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.
- (3) Subject to clause 24 (5), the committee may act despite any vacancy on the committee.
- (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.
- (5) Committee members are entitled to one vote only.

Part 4 - General meetings

27. Annual general meetings - holding of

- (1) The association must hold its first annual general meeting within 18 months after its registration under the Act.
- (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.

28. Annual general meetings - calling of and business at

- (1) The annual general meeting of the association is, subject to the Act and to clause 27, to be convened on such date and at such place and time as the committee thinks fit.
- (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 elect office-bearers of the association and ordinary committee members,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
 - (e) nominate and approve life memberships.
- (3) An annual general meeting must be specified as such in the notice convening it.

29. Special general meetings - calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee must, on the requisition in writing of at least three Members, convene a special general meeting of the association.
- (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.
- (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.
- (5) A special general meeting convened by a Member or Members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

30. Notice

- (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.
- (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 (1), the intention to propose the resolution as a special resolution.
- (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 28 (2).
- (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.

31. Quorum for general meetings

- (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.
- (2) Five Members present (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.
- (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.
- (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 3) are to constitute a quorum.
- (5) A meeting of the committee may be held other than face to face. The procedure for such a committee meeting is the same as the normal committee meeting, except that it is not necessary for the participants to be present in the same room, provided the participants can hear and heard by each other.

32. Presiding member

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.
- (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.

33. Attendance at meetings

(1) Members are entitled to send two (2) delegates to a general meeting of the association.

34. Adjournment

- (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.
- (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.
- (3) Except as provided in subclauses (1) and (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.

35. Making of decisions

- (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.
- (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 favour of or against that resolution.
- (3) If the question is to be determined by ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

36. Special resolutions

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

37. Voting

- (1) On any question arising at a general meeting of the association a Member has one vote only.
- (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.
- (3) A Member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.
- (4) For meetings that are not face to face, a roll call voting process shall be used where each attending Member is asked for their vote by the chairperson of the meeting.

38. Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of a 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.

Part 5 - Miscellaneous

39. Insurance

The association may effect and maintain insurance. At a minimum, the association will effect Director and Officers insurance, or equivalent.

40. Funds - source

- (1) The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- (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 authorised deposit-taking institution account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

41. Funds - management

- (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.
- (2) All cheques, electronic transfers, drafts, bills of exchange, promissory notes and other negotiable instruments must be authorised by any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.

42. Change of name, objects and constitution

An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

43. Custody of books etc.

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.

44. Inspection of books etc.

- (1) The following documents 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 general meetings of the association.
- (2) A member of the association may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee for the cost of reproduction and delivery.

45. Service of notices

- (1) For the purpose of this constitution, 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 any form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, 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 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.

46. Financial 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 31 December, and
- (b) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 January and ending on the following 31 December.

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

47. By-Laws

- (1) The Committee may from time to time make By-laws which in their opinion are necessary or desirable for the control, administration and management of the Association's affairs and may amend, repeal and replace those By-laws.
- (2) A By-Law:
- (a) is subject to this Constitution;
 - (b) must be consistent with this Constitution; and
 - (c) when in force, is binding on all Members.

48. Not For Profit

- (1) The Association will only apply the property and income of the Association solely towards the promotion of the purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to Members of the Association except in good faith in the promotion of the purposes of the Association including but not limited to bona fide remuneration to its Members.

49. Use of Property on Winding Up

- (1) In the event of the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities, any property whatsoever (surplus),

the surplus shall not be paid to or distributed amongst the Members of the Association.

- (2) The surplus shall be given or transferred to some other entity or entities:
 - (a) having objects similar to the objects of the Association; and
 - (b) whose Memorandum of Association or Rules of Constitution shall prohibit the distribution of its or their income or property amongst its or their Members to any extent at least as great as is imposed on the Association under this Constitution; and
 - (c) as determined by the Committee at or before the time of dissolution.

Appendix 1 Application for membership of association

(Clause 5 (1))

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

.....

[*name of association*]

Incorporated (incorporated under the *Associations Incorporation Act 2009*)

.....

[*full name of applying member*]

of

[*address*]

hereby applies to become a member of the abovenamed incorporated association. In the event of admission as a member, the member agrees to be bound by the constitution of the association for the time being in force.

.....

Signature of applicant delegate

Date

.....

Copy and Date of Meeting Minutes giving authority to delegate to represent the applying member