



RULES OF THE QUEENSLAND HOMICIDE VICTIMS' SUPPORT GROUP
FAMILY SUPPORT AFTER MURDER INC.
(the "**Rules**")

1. DEFINITION

A word or expression that is not defined in these Rules, but is defined in the *Associations Incorporation Act 1981* has, if the context permits, the meaning given by the Act.

2. NAME

The name of the incorporated association is *Queensland Homicide Victims' Support Group, Family Support After Murder Incorporated* (the "**Association**").

3. OBJECTS

The objects of the Association are -

- (1) To provide support by such means and in such manner as is reasonable, within the resourcing and other constraints of the Association, to persons, having some real connection with Queensland, suffering trauma or other harm as a result of acts of homicide committed against family, friends or associates of the persons so affected ("**Victims of Homicide**");
- (2) To build networks with, and to work with, other people and organisations which provide relevant support and other services to Victims of Homicide, for the ultimate provision of greater support networks and services to Victims of Homicide;
- (3) To provide relevant information to the Victims of Homicide;
- (4) To advocate for improved treatment and support in society for Victims of Homicide;
- (5) To raise money and assist key stakeholders to raise money, to further the above objects and to secure sufficient funds for the purposes of the operation of the Association;
- (6) To receive any funds and to distribute these funds in a manner that best attains the objects of the Association; and
- (7) To do all such other things as are incidental or conducive to the attainment of all or any of the above objects of the Association.

4. POWERS

In accordance with the provisions of the Act, the Association has, in the exercise of its affairs, all of the powers of an individual.

5. CLASSES OF MEMBERSHIP

- (1) The membership of the Association consists of ordinary members, and any other classes and categories of members, subject to the following—

Class A: Non-financial

Category I: Individual

Category II: Family

Class B: Ordinary

Category I: Individual

- a) one year membership;
- b) three year membership;
- c) five year membership;
- d) ten year membership; and
- e) Life membership

Category I: Family

- a) one year membership;
- b) three year membership;
- c) five year membership;
- d) ten year membership; and
- e) Life membership.

Class C: Associate

Category I: Individual

- a) one year membership;
- b) three year membership;
- c) five year membership;
- d) ten year membership; and
- e) Life membership.

Category II: Family

- a) one year membership;
- b) three year membership;
- c) five year membership;
- d) ten year membership; and
- e) Life membership

Category III: Organisational

- a) one year membership; and
- b) three year membership.

Class D: Honorary

Category I: Patron

Category II: Life Member

- (2) a) The number of members in classes A to C is unlimited;
- b) Class D, Category I, is limited to one member; and
- c) Class D, Category II, is limited to 10 members at any one time.
- (3) a) A Non-Financial Member is an individual or family (two parents or guardians and all children under the age of eighteen) who has lost an immediate or extended family member as a result of any act as defined under the policies of the Association;
- b) An Ordinary Member is an individual or family (two parents or guardians and all children aged under the age of eighteen) who has lost a family member, friend or associate through any act as defined under the policies of the Association;
- c) An Associate Member is an individual, family (two parents or guardians and all children aged under the age of eighteen) or, organisation (corporation, business, community, charitable, educational), which has not experienced the loss of a family member, friend or associate through any act as defined under the policies of the Association but, supports the objects of the Association;
- d) The Patron is an Honorary Member who is appointed by unanimous resolution of the Board of Management; and
- e) Honorary Life Members are those awarded such membership by unanimous resolution of the Board of Management for having provided long-term financial support to the Association or, for services performed during their membership of the Association.
- (4) a) Non-Financial Members are not entitled to stand for election to the Board of Management, nor are they entitled to vote on any resolution put at any meeting or in any Ballot of the Association;
- b) Ordinary Members (individual and family) and Associate Members (individual and family) are entitled to stand for election to the Board of Management and, are entitled to vote on any resolution or in any Ballot at a General Meeting, Special General Meeting or Annual General Meeting, subject to the following:
- (i) Ordinary Family Members and Associate Family Members are entitled to cast one vote only and, it is up to that Family to select who may cast its vote.
- c) Organisational Members are not entitled to vote at any meeting or in any Ballot of the Association nor are they entitled to nominate a candidate from its organisation for a position as an Officer or ordinary member of the Board of Management.
- d) Honorary Members are not entitled to vote at any meeting or in any Ballot of the Association, nor are they entitled to be nominated or elected to the Board of Management.
- e) Honorary Life Members are not entitled to vote at any meeting or in any Ballot of the Association, nor are they entitled to be nominated or elected to the Board of Management, subject to the following:
- (i) If the newly appointed Honorary Life Member was an Individual Ordinary Financial Member or Individual Associate Financial Member at the time of their awarding of

Honorary Life Membership, then that recipient will be entitled to vote at any meeting or in any Ballot of the Association and, to stand for election to the Board of Management.

6. NEW MEMBERSHIP

- (1) The persons who were members of the Association immediately before adoption of these Rules, shall continue to be members of the Association after its adoption, for as long as they continue to abide by these Rules.
- (2) An applicant for membership of the Association must be proposed by one (1) member of the Association (the “**Proposer**”) and seconded by another member (the “**Secunder**”).
- (3) An application for membership must—
 - a) be in writing; and
 - b) be signed by the applicant and the applicant’s Proposer and Secunder;
 - c) be in the form decided by the Board of Management; and
 - d) attach the Association’s confidentiality policy.
- (4) An application for organisational membership must be—
 - a) in writing; and
 - b) signed by a Committee/Board member or Chief Executive Officer/Managing Director of the organisation and the applicant’s Proposer and Secunder;
 - c) nominate at least one person who will act on the organisational member’s behalf in matters concerning the Association;
 - d) in the form decided by the Board of Management; and
 - e) attach the Association’s confidentiality policy.
- (5) A person shall not be eligible for membership having been convicted of an indictable offence, the rehabilitation period for which has not expired.

7. MEMBERSHIP FEES

The membership fee for each class of membership--

- a) is the amount decided by the members from time to time at a general meeting and
- b) is payable when, and in the way, the Board of Management decides.

8. ADMISSION AND REJECTION OF MEMBERS

- (1) The Board of Management must consider an application for membership at the next meeting of the Board held after it receives—
 - (a) the application; and
 - (b) the appropriate membership fee for the application.
- (2) The Board of Management must decide at the meeting whether to accept or reject the application.
- (3) If a majority of the Board of Management members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member.

- (4) The secretary of the Association must, as soon as practicable after the Board of Management decides to accept or reject an application, give the applicant a written notice of the decision.

9. WHEN MEMBERSHIP ENDS

- (1) A member may resign from the Association by giving a written notice of resignation to the secretary.
- (2) The resignation takes effect on—
 - a) the day and at the time the notice is received by the secretary; or
 - b) if a later day is stated in the notice—the later day.
- (3) The Board of Management may terminate a member's membership if the member—
 - a) is convicted of an indictable offence; or
 - b) does not comply with any provision of these Rules or of any then current by-laws of the Association which were published to the members prior to the date on which the relevant member most recently paid their membership fees; or
 - c) has membership fees in arrears for at least 2 months; or
 - d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association.
- (4) Before the Board of Management terminates a member's membership, the Board must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the Board of Management decides to terminate the membership, the secretary of the Board must give the member a written notice of the decision.

10. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
- (3) If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal.
- (4) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (5) Also, the Board of Management and the Board members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.
- (6) An appeal must be decided by a vote of the members present at the meeting.
- (7) If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the application fee paid by the person.

11. REGISTER OF MEMBERS

- (1) The Board of Management must keep a register of members.
- (2) The register of members must include the following particulars for each member—

- a) the full name of the member and postal or residential or organisational address of the member;
 - b) the date of admission as a member;
 - c) the date of death or resignation of the member;
 - d) details about the termination or reinstatement of membership;
 - e) any other particular the Board of Management or the members at a general meeting decide.
- (3) The register must be open for inspection at all reasonable times for viewing only.
 - (4) A member must apply in writing to the Secretary to arrange inspection of the register.
 - (5) However, the Board of Management may, on the application of a member of the association, withhold information about the member (other than the member's full name) from the register available for inspection if the Board of Management has reasonable grounds for believing the disclosure of the information would put the member at risk of harm and/or would be detrimental to the ongoing work and reputation of the organization.

12. SECRETARY

- (1) If a vacancy happens in the office of secretary, the members of the Board of Management must ensure a secretary is appointed or elected for the Association within one month after the vacancy happens.
- (2) The secretary must be an individual residing in Queensland, or in another State but not more than 65 km from the Queensland border, who is—
 - a) a member of the Association elected by the Association as secretary; or
 - b) any of the following persons appointed by the Board of Management —
 - (i) a member of the Association's Board of Management;
 - (ii) a member of the Association; or
 - (iii) another person.
- (3) The Board of Management may appoint the Association's Secretary at any time subject to the following:
 - a) If the Board of Management appoints a person in sub-rule (2) (b) (ii) as Secretary, other than to fill a casual vacancy on the Board of Management, the person does not become a member of the Board of Management.
 - b) However, if the Board of Management appoints a person in sub-rule (2) (b) (ii) as Secretary to fill a casual vacancy on the Board of Management, the person does become a member of the Board of Management. (c) If the Board appoints a person under sub-rule (2) (b) (iii) as Secretary, the person does not become a member of the Board of Management.
- (4) The Board of Management may remove the Association's Secretary at any time, subject to the following:
 - a) If the Board of Management removes a Secretary who is a person mentioned in sub-rule (2) (a) or sub-rule (2) (b) (i), the person remains a member of the Board of Management.
 - b) If the Board of Management removes a Secretary who is a person mentioned in sub-rule (2) (b) (ii) and who was appointed to a casual vacancy on the Board of Management under sub-rule (3) (b), the person remains a member of the Board of Management.

13. MEMBERSHIP OF BOARD OF MANAGEMENT

- (1) The Board of Management of the Association consists of a President, Immediate Past President (ex officio), Vice-President, Treasurer, Secretary, and not more than five members of the Association members elected or appointed at a General Meeting.
- (2) In addition, the Board of Management may appoint up to three co-opted (ex officio) persons to the Board of Management from time to time and, such co-opted persons would be specialists in a particular field of expertise which the Board of Management may require ongoing advice and consultation from.
- (3) A member of the Board of Management, other than the Secretary appointed by the Board of Management under rule 12 (2) (b) (iii) and, those appointed under sub-rule (2), must be a financial individual or financial family member of the Association.
- (4) At each Annual General Meeting of the Association, the members of the Board of Management must retire from office, but are eligible, on nomination, for re-election.

- (5) In the event of the office of President becoming vacant, that casual vacancy shall be filled by the Vice-President and, the Board of Management shall elect an interim Vice-President by preferential ballot of the members of the Board of Management.
 - (i) In the event that the Vice- President is not able to act as interim President, then the casual vacancy will be filled by the Secretary or Treasurer as decided by a preferential ballot of the members of the Board of Management.
- (6) Not more than one member of an immediate family shall be elected or appointed to a position on the Board of Management.
- (7) A member of the Association may be appointed to fill a casual vacancy on the Board of Management under Rule 16.
- (8) The General Manager and other staff, may at the discretion of the Board of Management, be invited to attend Board meetings but will not be entitled to vote.

14. ELECTION OF BOARD OF MANAGEMENT

- (1) The election of the members of the Board of Management at each annual general meeting shall take place in the following manner:
 - a) The Board of Management may, in its discretion, decide that a postal ballot of the Members who are entitled to vote is to be held prior to the annual general meeting and, subject to this clause, the postal ballot shall be conducted in the manner determined from time to time by by-law of the Board of Management;
 - b) The Board of Management must ensure that all by-laws regulating the conduct of a postal ballot are in accordance with the following principles:
 - (i) the ballot must give all members a reasonable opportunity to consider the nominations and return their ballot papers;
 - (ii) the ballot shall be held so as to ensure that an adequate period is allowed to receive the completed postal ballots in sufficient time to be counted prior to the holding of the relevant annual general meeting;
 - (iii) an independent Returning Officer, who is not an employee of the Association nor a member of the Board of Management shall be appointed to oversee the process and the counting of the votes and to ensure the integrity of the process adopted for the ballot is maintained;
 - (iv) at the relevant annual general meeting, the postal votes duly received by the Secretary prior to the annual general meeting shall be added to the votes cast at the annual

- general meeting, whether by show of hands or on a poll, to determine the results of the election of the members of the Board of Management; and
- (v) under no circumstances shall a person who has cast a postal vote be entitled to a second vote at an election of Office Bearers, whether on a show of hands or on a poll and the process shall be designed to reasonably identify who has already voted by postal ballot.
- c) All nominations for election as Office Bearers must be in writing and signed by 2 Members and also signed by the nominee consenting to such nomination and shall be delivered to and lodged with the Secretary not less than:
 - (i) 28 days prior to the date fixed for the holding of the relevant annual general meeting if there is to be no postal ballot prior to the annual general meeting; or
 - (ii) 56 days prior to the date fixed for the holding of the relevant annual general meeting if there is to be a postal ballot prior to the annual general meeting.
 - d) Only persons who are eligible for election or appointment as a member of the Board of Management under these Rules may be nominated to stand for election;

- (2) If insufficient nominations are received to fill all vacancies on the Board of Management, the candidates nominated by the close of nominations under sub-rules (1) (c) (i) or (1) (c) (ii) shall be deemed to be elected and further nominations may be received at the Annual General Meeting, subject to sub-rule (1).
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated by the close of nominations under sub-rules (1) (c) (i) or (1) (c) (ii) shall be deemed to be elected.
- (4) If the number of nominations exceeds the number of vacancies to be filled, sub rule
- (5) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting.
- (6) If required by the Board of Management, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- (7) For the avoidance of doubt, postal ballots may only be held for an election of members of the Board of Management and not for any other resolution of the Association.

15. RESIGNATION REMOVAL OR VACATION FROM OFFICE OF BOARD OF MANAGEMENT MEMBER

- (1) A Board of Management member may resign from the Board by giving written notice of resignation to the secretary.
- (2) The resignation takes effect on –
 - (a) the day and at the time the notice is received by the secretary; or
 - (b) if a later day is stated in the notice – the later day.
- (3) A Board of Management member's failure to comply with the policies and procedures of the Association will amount to conduct worthy of removal from office.
- (4) A member may be removed from office at a general meeting of the Association if a majority of the members present at the meeting vote in favour of removing the member.
- (5) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (6) A member has no right of appeal against the member's removal from office under this section.
- (7) A member immediately vacates the office of member in the circumstances mentioned in Section 64(2) of the Act.

16. VACANCIES ON BOARD OF MANAGEMENT

- (1) If a casual vacancy happens on the Board of Management, the continuing members of the Board may appoint another member of the Association to fill the vacancy until the next annual general meeting.
- (2) The continuing members of the Board of Management may act despite a casual vacancy on the Board of Management.
- (3) However, if the number of Board members is less than the number fixed under these Rules as a quorum of the Board of Management, the continuing members may act only to –
 - (a) increase the number of Board of Management members to the number required for a quorum; or
 - (b) call a general meeting of the Association.

17. FUNCTIONS OF BOARD OF MANAGEMENT

- (1) Subject to these Rules or a resolution of the Association members carried at a general meeting, the Board of Management has –
 - (a) the general control and management of the administration of the affairs, property and funds of the Association; and
 - (b) authority to interpret the meaning of these Rules and any matter relating to the Association on which the Rules are silent.
- (2) The Board of Management may exercise the powers of the Association –
 - (a) to borrow, raise or secure the payment of amounts in a way the Association members decide; and
 - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Association's property, both present and future; and
 - (c) to purchase, redeem or pay off any securities issued; and
 - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - (e) to mortgage or charge the whole or part of its property; and
 - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
 - (g) to provide and pay off any securities issued; and
 - (h) to invest in a way the members of the Association may from time to time decide.
- (3) For subsection (2)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by –
 - (a) the financial institution for the Association; or
 - (b) if there is more than 1 financial institution for the Association – the financial institution nominated by the Association.

18. MEETINGS OF BOARD OF MANAGEMENT

- (1) Subject to subsections (2) to (16), the Board of Management may meet and conduct its proceedings as it considers appropriate.
- (2) The Board of Management must meet at least once every four (4) months to exercise its functions.
- (3) The Board must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the Board.
- (5) If the secretary receives a written request signed by at least 33% of the Board of Management members, the secretary must call a special meeting of the Board.
- (6) A request for a special meeting must state-
 - (a) why the special meeting is called; and
 - (b) the business to be conducted at the meeting.
- (7) At a Board of Management meeting, more than 50% of members elected or appointed to the Board as at the close of the last general meeting of the members form a quorum.
- (8) A question arising at a Board meeting is to be decided by a majority vote of the Board members present at the meeting and, if the votes are equal, the question is decided in the negative.

- (9) A Board of Management member must not vote on a question about a contract or proposed contract or any other matter with the Association if the member has an interest in the contract or proposed contract or other matter, and if the member does vote the member's vote must not be counted.
- (10) The secretary must give each Board of Management member at least fourteen days notice of a special meeting of the Board.
- (11) A notice of a special meeting must state-
 - a) the day, time and place of the meeting; and
 - b) the business to be conducted at the meeting.
- (12) The president or, if there is no president or if the president is not present within 10 minutes after the time fixed for a Board of Management meeting, the vice president is to preside as chairperson at the meeting.
- (13) If the president and the vice-president are absent from a Board of Management meeting, the members may choose one of their number to preside as chairperson at the meeting.
- (14) If a quorum is not present within thirty minutes after the time fixed for a Board of Management meeting called on the request of Board members, the meeting lapses.
- (15) If a quorum is not present within thirty minutes after the time fixed for a Board of Management meeting called other than on the request of Board members, the meeting is to be adjourned to:
 - (a) the same day, time and place in the next week; or
 - (b) a day, time and place decided by the Board.
- (16) If, at an adjourned meeting in subsection (15), a quorum is not present within thirty minutes after the time fixed for the meeting, the meeting lapses.

19. DELEGATION OF BOARD OF MANAGEMENT POWERS

- (1) The Board of Management, by written instrument, may appoint to one or more committees, consisting of such member or members of the Association, as the Board thinks fit, the exercise of the functions of the Board as are specified in the instrument, other than:
 - (a) this power of appointment; and
 - (b) a function, which is a duty, imposed on the Board by the Act, or by any other law.
- (2) A committee may only function in the way the Board of Management decides as outlined in the written instrument.
- (3) If the Board does not appoint a chairperson, a committee may elect a chairperson of its meetings.
- (4) There must be at least one member of the Board of Management on each committee.
- (5) If a chairperson is not elected, or if the chairperson is not present within 30 minutes of the time fixed for a meeting, the members present may choose one of their number to be chairperson of the meeting.
- (6) A committee may meet and adjourn as it considers appropriate.
- (7) A question arising at a committee meeting is to be decided by a majority votes of members present at the meeting and, if the votes are equal, the question is decided in the negative.
- (8) Notwithstanding any function outlined in a written instrument appointing a committee under this rule, the Board may continue to exercise any function outlined in that written instrument.

20. ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

- (1) An act performed by the Board of Management, a committee or a person acting as a member of the Board of Management is taken to have been validly performed.

- (2) Subsection (1) applies even if the act was performed when –
 - (a) there was a defect in the appointment of a member of the Board of Management, committee or person acting as a member of the Board of Management; or
 - (b) a Board of Management member, committee member or person acting as a member of the Board of Management was disqualified from being a member.

21. RESOLUTIONS OF BOARD OF MANAGEMENT WITHOUT MEETING

- (1) A written resolution signed by each member of the Board of Management for the time being entitled to receive notice of a Board meeting is as valid and effectual as if it had been passed at a Board meeting that was properly called and held.
- (2) A resolution mentioned in subsection (1) may consist of several documents in like form, each signed by one or more members of the Board.

22. SUBSEQUENT ANNUAL GENERAL MEETINGS

Each annual general meeting must be held –

- a) at least once each year; and
- b) within six months after the end of the Association's previous financial year.

23. BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING

The following business must be conducted at each annual general meeting –

- a) receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the Association for the last financial year;
- b) receiving the auditor's report on the financial affairs of the Association for the last financial year;
- c) presenting the audited statement to the meeting for adoption;
- d) electing members of the Board of Management;
- e) appointing an auditor; and
- f) appointing a legal advisor

24. SPECIAL GENERAL MEETING

- (1) The secretary may only call a special general meeting by giving each member notice of the meeting within 14 days after –
 - a) being directed to call the meeting by the Board of Management; or
 - b) being given a written request with the original signatures on each and every page of –
 - (i) at least 33% of the members of the Association; or
 - (ii) at least 10% of ordinary members of the Association or a number equal to double the number of members of the Association presently on the Board of Management plus one, whichever is the greater.

- c) being given a written notice of an intention to appeal against the decision of the Board of Management -
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- (2) A request mentioned in subsection (1)(b) must state -
 - a) why the special general meeting is being called;
 - b) the business to be conducted at the meeting; and
 - c) the reason for the requisition.

25. SPECIAL GENERAL MEETING

- (1) The secretary may call a general meeting of the Association.
- (2) The secretary must give at least 14 days notice of the meeting to each Association member
- (3) The Board of Management may decide the way in which the notice must be given.
- (4) However, notice of the following meetings must be given in writing –
 - a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the Board of Management;
 - b) a meeting called to hear and decide a proposed special resolution of the Association.
- (5) A notice of a general meeting must state the business to be conducted at the meeting.

26. QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

- (1) Subject to subsection (5), at a general meeting the number of members equal to double the number of members of the Association presently on the Board of Management plus one form a quorum.
- (2) No business may be conducted at a general meeting unless a quorum of members is present when the meeting proceeds to business.
- (3) If a quorum is not present within thirty minutes after the time fixed for a general meeting called on the request of members of the Board of Management or the Association, the meeting lapses.
- (4) If a quorum is not present within thirty minutes after the time fixed for a general meeting called other than on the request of members of the Board of Management or the Association, the meeting is to be adjourned to –
 - (a) the same day, time and place in the next week; or
 - (b) a day, time and place decided by the Board of Management.
- (5) If, at an adjourned meeting, a quorum under subsection (1) is not present within thirty minutes after the time fixed for the meeting, the members present form a quorum.
- (6) The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (7) If a meeting is adjourned under subsection (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The secretary is not required to give the members notice of an adjournment, or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least thirty days.
- (9) If a meeting is adjourned for at least thirty days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.
- (10) In this rule –
 - “member” includes a person attending as a proxy or representing an organisational member.

27. PROCEDURE AT GENERAL MEETING

- (1) Subject to these Rules, at each general meeting -
- a) the president or, if there is no president or if the president is not present within 30 minutes after the time fixed for the meeting or is unwilling to act, the vice-president is to preside as chairperson; and
 - b) if the vice-president is absent or unwilling to act as chairperson, the members present must elect 1 of their number to be chairperson of the meeting; and
 - c) the chairperson must conduct the meeting in a proper and orderly way; and
 - d) each question, matter or resolution must be decided by a majority of votes of the members present; and
 - e) each member present and entitled to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote; and
 - f) a member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting; and
 - g) voting may be by proxy and a show of hands or a division of members, unless at least 20% of members present demand a secret ballot; and
 - h) if a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides; and
 - i) the result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held; and
 - j) a member may vote in person or by proxy or by attorney –
 - (i) on a show of hands, each person present who is a member or a representative of a member has 1 vote; and
 - (ii) in a secret ballot, each member present in person or by proxy or by attorney or other properly authorised representative has 1 vote; and
 - k) an instrument appointing a proxy must be in writing, and -
 - (i) if the appointer is an individual – signed by the appointer or the appointer's attorney properly authorised in writing; or
 - (ii) if the appointer is an organisation – either under seal or signed by a properly authorised officer or attorney of the organisation; and
 - (l) a proxy may be a member of the Association or another person; and
 - (m) the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and
 - (n) if someone wants to give a member an opportunity to vote for or against a resolution, the instrument appointing a proxy must be in the following or like form –

ASSOCIATION:

I, _____ of _____,
being a member of the Association, appoint _____ of

as my proxy to vote for me on my behalf at the [annual] general meeting of the Association, to be held on the _____ day of _____ 20__ and at any adjournment of the meeting.

Signed this _____ day of _____ 20__ Signature _____

This form is to be used _____ * in favour of _____ the resolution.
* against _____

- Strike out whichever is not wanted.
(Unless otherwise instructed, the proxy may vote as the proxy considers appropriate.)

- o) each instrument appointing a proxy must be given to the secretary at least 30 minutes before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
 - p) the secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Board of Management meeting and general meeting are entered in a minute book; and
 - q) the secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member who previously applies to the secretary in writing for the inspection.
- (2) To ensure the accuracy of the minutes recorded under subsection (1)(p) –
- a) the minutes of each Board of Management meeting must be signed by an executive member of the Board of Management, or the chairperson of the next Board of Management meeting, verifying the accuracy; and
 - b) the minutes of each general meeting must be signed by an executive member of the Board of Management, or the chairperson of the next general meeting, verifying their accuracy; and
 - c) the minutes of each annual general meeting must be signed by an executive member of the Board of Management, or the chairperson of the next meeting of the Association that is a general meeting or annual general meeting, verifying their accuracy.

28. BY-LAWS

- (1) The Board of Management may make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association.
- (2) A by-law may be set aside by a vote of members at a general meeting of the Association.

29. ALTERATION OF RULES

- (1) Subject to the provisions of the *Associations Incorporation Act 1981*, these Rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the General Manager.

30. COMMON SEAL

- (1) The Board of Management must ensure the Association has a common seal.
- (2) The common seal must be –
 - a) kept securely by the Board of Management; and
 - b) used only under the authority of the Board of Management.
- (3) Each instrument to which the seal is attached must be signed by a member of the Board of Management and counter signed by –
 - a) the secretary; or
 - b) another member of the Board of Management; or
 - c) someone appointed by the Board of Management.

31. FUNDS AND ACCOUNTS

- (1) The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Board of Management.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- (3) All accounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) Any payments over \$100.00 must be made by cheque or electronic funds transfer and if an amount of \$100 or more is paid by cheque, the cheque must be signed by any two of the following –
 - a) the president;
 - b) the secretary;
 - c) the treasurer;
 - d) another member authorised by the Board of Management for the purpose.
- (5) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.
- (6) A petty cash account must be kept on the imprest system, and the Board of Management must decide the amount of petty cash to be kept in the account.
- (7) All expenditure must be approved or ratified at a Board of Management meeting.

- (8) The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared –
 - a) the income and expenditure for the financial year just ended;
 - b) the Association's assets and liabilities at the close of the year;
 - c) the mortgages, charges and securities affecting the property of the Association at the close of the year.
- (9) If the Association is incorporated within three months before the end of the Association's financial year, subsection (8) does not apply for the financial year in which the Association is incorporated.
- (10) The auditor must examine the statement prepared under subsection (8) and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- (11) The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.

32. AUDITOR

- (1) The Auditor shall be appointed subject to sub-rule 23 (e) of these Rules.
- (2) The Auditor shall examine all accounts, vouchers, receipts, books etc, and furnish a report thereon to the members at the Annual General Meeting.
- (3) Audits shall be conducted at regular intervals of not more than twelve months.
- (4) The Auditor shall not be a member of the Board of Management or related to a member of the Board of Management.
- (5) Subject to sub-rule (6) hereof, notice of the intention to nominate an Auditor to replace the current Auditor, shall be given to the secretary at least twenty one days before the Annual General Meeting and, the Secretary shall send a copy of the nominations to the current Auditor at least seven days before the Annual General Meeting and, the current Auditor shall be entitled to attend the Annual General Meeting and, if he or she so wishes, be heard at such Annual General Meeting.
- (6) Where the current Auditor submits their resignation, or notifies the Secretary of his or her intention not to seek re-appointment as Auditor, sub-rule (5) hereof shall not apply.

33. LEGAL ADVISOR

- (1) A Legal Advisor may be appointed and removed as required by the Board of Management.
- (2) The Legal Advisor shall not be a member of the Board of Management or related to a member of the Board of Management.

34. DOCUMENTS

The Board of Management must ensure the safe custody of books, documents, instruments of title and securities of the Association.

35. FINANCIAL YEAR

The financial year of the Association closes on 30 June in each year.

36. DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

- (1) This section applies if the Association –
 - a) is wound-up under part 10 of the *Associations Incorporation Act 1981*; and
 - b) it has surplus assets.
- (2) The surplus assets must not be distributed among the Association members.
- (3) The surplus assets must be given to another entity –
 - (a) having objects similar to the Association's objects; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this section –
“surplus assets” has the meaning given by section 92(3) of the Act.