



**The Australian Board of Neuro-Linguistic
Programming (A.B.N.L.P.) Inc**

Constitution
(Rules)

Amendments accepted 16th June 2010
Effective 1 July 2010

65 Hume Street
Crows Nest NSW 2065
Ph. 1300 137 046
admin@abnlp.org.au
www.abnlp.org.au
ABN: 62 549 236 41

CONSTITUTION OF THE AUSTRALIAN BOARD OF NEURO-LINGUISTIC
PROGRAMMING (ABNLP) INCORPORATED 16 June 2010

Table of Contents

PART 1: DEFINITIONS	2
PART 2: RULES	2
1) NAME.....	2
2) OBJECTS.....	2
3) MEMBERSHIP.....	2
4) MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE.....	4
5) RESIGNATION OF MEMBERSHIP	4
6) FEES AND SUBSCRIPTIONS.....	4
7) MEMBERS LIABILITY	4
8) DISCIPLINING OF MEMBERS	4
9) RIGHT OF APPEAL OF A DISCIPLINED MEMBER	5
10) DISPUTES BETWEEN MEMBERS	5
11) MANAGEMENT BY COMMITTEE.....	6
12) ELECTION OF BOARD OF MANAGEMENT MEMBERS.....	6
13) OFFICE BEARERS.....	6
14) CASUAL VACANCIES IN THE BOARD OF MANAGEMENT	7
15) BOARD OF MANAGEMENT MEETINGS.....	7
16) VOTING AND DECISIONS	8
17) ANNUAL GENERAL MEETINGS.....	8
18) SPECIAL GENERAL MEETINGS.....	9
19) SPECIAL RESOLUTIONS	10
20) QUORUM AND VOTING AT ANNUAL GENERAL & SPECIAL GENERAL MEETINGS.....	10
21) ADJOURNMENT.....	10
22) DELEGATION BY BOARD OF MANAGEMENT TO SUBCOMMITTEE	11
23) VOTING BY PROXY.....	11
24) APPOINTMENT OF PROXIES.....	11
25) PUBLIC OFFICER.....	11
26) MISCELLANEOUS.....	12
27) ALTERATION OF OBJECTS OR RULES.....	13
28) SERVICE OF NOTICES	13
29) SURPLUS ASSETS ON WINDING UP OR DISSOLUTION.....	13



CONSTITUTION OF THE AUSTRALIAN BOARD OF NEURO-LINGUISTIC PROGRAMMING (ABNLP) INCORPORATED JUNE 2009

PART 1: DEFINITIONS

- 1) In these rules:
 - **Commissioner** means the Commissioner of the Office of Fair Trading.
 - **Member** means the Affiliate Members, Associate Members, Clinical Members, Professional Members, Trainer Members and Intern Clinical Members.
 - **Secretary** means:
 - i. the person holding office under these rules as secretary of the association, *or*
 - ii. 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 the annual general meeting,
 - **The Act** means the *Associations Incorporation Act 1984*.
 - **The Board of Management** means the management committee (executive and ordinary committee members) and is taken to mean the Board of Management of the Australian Board of Neuro-Linguistic Programming (ABNLP) Inc.
- 2) The 'incorporated' is referred to in these rules as the Australian Board of Neuro-Linguistic Programming ABNLP Inc and the association.
- 3) The association may be referred to as the Australian Board of Neuro-Linguistic Programming (ABNLP) Inc or ABNLP Inc.
- 4) The term Neuro Linguistic Programming shall be interchanged with its abbreviation NLP.

PART 2: RULES

- 1) **Name**
The name of the association shall be: Australian Board of Neuro-Linguistic Programming (ABNLP) Inc.
- 2) **Objects**
The objects of the association shall be:
 - a. To promote the development and implementation of Neuro Linguistic Programming (NLP) into many aspects of Australian society. These include educational, clinical (medical and psychological), business, personal development and sport.
 - b. To establish a set of training standards and professional ethics that the Australian NLP community can identify with.
 - c. To establish a set of standards for NLP Practitioners, NLP Master Practitioners and NLP Trainers.
 - d. Recognition of NLP as a clinical & therapeutic intervention by health funds and government departments.
 - e. To aid in the development and research into the applications of NLP.
 - f. To provide support for NLP Practitioners, NLP Master Practitioners & NLP Trainers through opportunities for further education, networking, social functions, resources and regular updates, articles and developments.
- 3) **Membership**
 - a. Subject to these rules the members of the ABNLP Inc shall be members of the ABNLP Inc immediately prior to incorporation together with such other people and organisations as the Board of Management admits to membership.



- b. Membership is open to all individuals and organisations who accept the objects and rules of the association, the code of ethics and fulfil membership criteria.
- c. Individuals and organisations wishing to become members of the association shall apply to the ABNLP Inc Board of Management for membership.
- d. The Board of Management shall determine whether or not to accept an application for membership. The Board of Management is not required to supply reasons for accepting or rejecting an application for membership.
- e. The members are comprised of the following classes of members:
 - i. Founding members
 - ii. Affiliate Members
 - iii. Certified Members
 - iv. Clinical Members
 - v. Life Members
- f. The Board of Management will determine the qualifications and annual membership fee necessary for membership in each of the different classes of membership provided that nothing in those qualifications is to be contrary to this Constitution.
- g. Founding members are members who have paid an initial membership fee of \$150.00. A Founding member will be required to pay the annual membership fee depending in which additional class they qualify to be a member.
- h. No person will be admitted as a Founding Member after 11 December 2004.
- i. An Affiliate member will not have a right to vote or speak at any meeting of the membership and there is no requirement that they be notified of any members meeting. Any provision of this Constitution referring to members having any such right is to be read as excluding Affiliate members.
- j. Members shall pay such fees as are determined by the association at a general meeting and different fees may be payable by different classes of members.
- k. A register of members shall be kept by the association showing the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register.
- l. Membership shall cease upon resignation, expulsion, or failure to pay outstanding membership fees within 3 months of the due date.
- m. A person ceases to be a member of the association if the person:
 - i. dies
 - ii. resigns membership, or
 - iii. is expelled from the association.
- n. Membership fees shall fall due for all members on July 1 of each year.
- o. Membership fees for Founding Membership of the ABNLP Inc are a once only fee and cease to be available for sale from 12th December 2004.
- p. Life members may be appointed by the association in recognition of a person's contribution and commitment to the association and its objects. Once a person is appointed as a life member they will not be obliged to pay an annual membership fee and will continue as a member until they:
 - i. are removed in accordance with this Constitution;
 - ii. *die* or
 - iii. resign



4) **Membership entitlements not transferable**

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

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

5) **Resignation of membership**

- a. A member of the association is not entitled to resign that membership except in accordance with this rule (5b).
- b. A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the Board of Management 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.
- c. If a member of the association ceases to be a member under clause 5b, 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.

6) **Fees and subscriptions**

- a. A member of the association must, on admission to membership, pay to the association the required fee for their level of membership.
- b. In addition to any amount payable by the member under clause 6a a member of the association must pay the relevant annual membership fee.
- c. A Foundation member is not required to pay an annual membership fee to use the title Founding Member.

7) **Members liability**

The members of the association shall have no liability to contribute towards the payment of debts or liabilities of the association or the costs, charges and expenses of the winding up of the association except to the amount of any unpaid membership fees.

8) **Disciplining of members**

- a. A complaint may be made to the Board of Management by any person that a member of the association:
 - i. has persistently refused or neglected to comply with a provision or provisions of these rules, or
 - ii. has persistently and wilfully acted in a manner prejudicial to the interests of the association.
 - iii. *and* any such complaint must be in writing.
- b. On receiving such a complaint, the Board of Management:
 - i. must cause notice of the complaint to be served on the member concerned:
and
 - ii. must give the member at least 14 days from the time the notice is served within which to make submissions to the Board of Management in connection with the complaint, and
 - iii. must take into consideration any submissions made by the member in connection with the complaint.
- c. The Board of Management may, by resolution, expel the member from the association or suspend the member from membership of the association, after considering the complaint and any submissions made in connection with the complaint.



- d. A member may be expelled from membership of the association (or otherwise disciplined) by the Board of Management if, in the opinion of the Board of Management after affording the member the opportunity of offering an explanation of his/her conduct, the conduct is regarded as detrimental to the interests of the association.
- e. A member who wishes to appeal against a decision expelling or otherwise disciplining him/her may do so by notifying the Secretary in writing that s/he wishes the decision to be reviewed at the next general meeting of the association.
- f. If the Board of Management 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 Board of Management for having taken that action and of the member's right of appeal under Rule 13.
- g. The expulsion or suspension does not take effect:
 - i. until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - ii. if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under rule 13d whichever is the later.

9) *Right of appeal of a disciplined member*

- a. A member may appeal to the association in a general meeting against a resolution of the Board of Management under rule 12, within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- b. 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.
- c. On receipt of a notice from a member under clause (a) the Secretary must notify the Board of Management, 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.
- d. At a general meeting of the association convened under clause (c):
 - i. no other business other than the question of the appeal is to be transacted, and
 - ii. the Board of Management and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - iii. the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- e. If at a general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

10) *Disputes between members*

- a. In the event of a dispute arising between members (in their capacity as members) or between a member(s) and the association or a member(s) and the Board of Management the following procedure shall apply.
- b. Each side of the dispute shall nominate a representative who is not directly involved in the dispute. Those representatives shall then attempt to settle the dispute by negotiation.
- c. Should the nominated representatives be unable to resolve the dispute within 14 days (or such other period as they may agree upon) the dispute shall be referred to a person mutually agreed for the mediation.
- d. In the event that no person can be agreed upon to mediate the dispute it shall be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centres Act 1983.



- e. At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

11) Management by committee

- a. The association shall have its affairs controlled and managed by the office bearers and other ordinary members. The management committee are referred to as the Board of Management.
- b. The office bearers shall be Chairperson, Vice Chairperson, Secretary and Treasurer. There shall be up to 5 other members of the Board of Management.
- c. The Board of Management may exercise all such functions as may be exercised by the association, other than those functions that are required by these rules to be exercised by a general meeting of members of the association, and
- d. Has the power to perform all such acts and do all such things as appear to the Board of Management to be necessary or desirable for the proper management of the affairs of the association.
- e. The office bearers and ordinary members of the committee (The Board of Management) shall be elected at each annual general meeting.
- f. The Founding Board of Management has the same rights and responsibilities as the Board of Management and no distinction apart from the title is made.

12) Election of Board of Management members

- a. Nomination of candidates for election as office-bearers or as ordinary members of the Board of Management:
 - i. must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - ii. must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- b. If insufficient nominations are received to fill all vacancies on the Board of Management, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- c. If insufficient further nominations are received, any vacant positions remaining on the Board of Management are taken to be casual vacancies.
- d. If the number of nominations received are equal to the number of vacancies filled, the persons nominated are taken to be elected.
- e. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- f. The ballot for the election of office-bearers and ordinary members of the Board of Management is to be conducted at the annual general meeting in such a usual and proper manner as the Board of Management may direct.

13) Office bearers

- a. The Chairperson or, in the Chairperson's absence, the Vice Chairperson shall act as chairperson at each general meeting and Board of Management meeting of the association.



- b. If the Chairperson and the Vice Chairperson(s) are absent from a meeting, or unwilling to act, the members present at the meeting shall elect one of their number to act as chairperson.
- c. The Secretary shall ensure that records of the business of the association including the rules, register of members, minutes of all general and Board of Management meetings and a file of correspondence are kept. These records shall be available for inspection by any member and shall be held in the custody of the Secretary.
- d. Minutes of each Board of Management and general meeting shall be signed by 2 members present at the meeting where the minutes were taken.
- e. The Treasurer shall ensure that all money received by the association is paid into an account in the association's name. Payments shall be made through a petty cash system or by a cheque signed by two signatories authorised by the Board of Management. Major or unusual expenditures shall be authorised in advance by the Board of Management or a general meeting.
- f. The Treasurer shall ensure that correct books and accounts are kept showing financial affairs of the association. These records shall be available for inspection by any member and shall be held in the custody of the Treasurer.

14) **Casual vacancies in the Board of Management**

- a. For the purposes of these rules, a casual vacancy in the office of a member of the Board of Management occurs if the member:
 - i. Dies, or
 - ii. Ceases to be a member of the association, or
 - iii. Becomes insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - iv. Resigns office by notice given to the secretary, or
 - v. Is removed from office under rule 19, or
 - vi. Becomes a mentally incapacitated person.
- b. Any casual vacancy occurring in the Board of Management may be filled by a member appointed by the Board of Management until the conclusion of the annual general meeting next following the date of appointment. Board of Management members who fill casual vacancies are eligible for re-election.
- c. Each member of the Board of Management shall hold office from the date of their election or appointment until the next annual general meeting and is eligible for re-election.
- d. Retiring Board of Management members are eligible for re-election.
- e. A member of the Board of Management shall cease to hold office upon:
 - i. resignation in writing;
 - ii. removal as a member of the association;
 - iii. or absence from three successive Board of Management meetings without approval by the Board of Management.
- f. The Board of Management may function validly provided its number is not reduced below the quorum (see Rule 10c). Should Board of Management numbers fall below the quorum the remaining Board of Management members may act only to appoint new Board of Management members.

15) **Board of Management meetings**

- a. The Board of Management shall meet as often as necessary to conduct the business of the association and not less than once in each 8-week period.



- b. Additional meetings of the Board of Management may be convened by the Chairperson or by any member of the Board of Management.
- c. Any 5 members of the Board of Management constitutes a quorum for the transaction of the business of a meeting of the Board of Management. At least 2 of the members present must be office bearers.
- d. Notice of Board of Management meetings shall be given at the previous ABNLP Inc Board of Management meeting or by such other means as the Board of Management may decide upon.
- e. Oral or written notice of a meeting of the Board of Management must be given to each Board of Management member at least 14 days (or such other period as may be unanimously agreed on by the members of the Board of Management) before the time appointed for the holding of the meeting.
- f. Notice of the meeting must specify the general nature of business to be transacted.
- g. No business is to be transacted by the Board of Management 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 for 7 days.
- h. 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.
- i. Questions arising at any meeting of the Board of Management shall be decided by the majority of votes of those present. In the case of an equality of votes the person chairing the meeting shall have a second or casting vote.
- j. A resolution of the Board of Management will be passed where the resolution is consented to in writing by each member of the Board of Management. A copy of the written consent must be kept with the minutes of the association.

16) ***Voting and decisions***

- a. Questions arising at a meeting of the Board of Management or of any subcommittee appointed by the Board of Management are to be determined by a majority of the votes of members of the Board of Management or sub committee present at the meeting.
- b. Each member present at a meeting of the Board of Management or subcommittee (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,
- c. Subject to rule of the Board of Management may act despite any vacancy on the Board of Management.
- d. Any act or thing done or suffered, or purporting to have been done or suffered, by the Board of Management or by a sub committee appointed by the Board of Management, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Board of Management or sub-committee.
- e. An entry in the minute book of the ABNLP Inc will show that a resolution, decision or vote has been carried unanimously or by a particular majority or lost, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

17) ***Annual general meetings***

- a. The annual general meeting of the association is subject to the Act and is to be convened on such date and at such place and time as the Board of Management thinks fit.



- b. An annual general meeting must be specified as such in the notice convening it. An annual general meeting of the association shall be held each year within six months from the end of the financial year of the association.
- c. In the case of the annual general meeting the following business shall be transacted:
 - i. Confirmation of the minutes of the last annual general meeting and any recent special general meeting.
 - ii. receipt of the Board of Management's report on the activities of the association in the last financial year.
 - iii. receipt and consideration of a statement from the Board of Management which is not misleading and gives a true and fair view for the last financial year of the association's income and expenditure, assets and liabilities, mortgages, charges and other securities and trust properties to be submitted to members as per section 26(6) of the *Act*.
 - iv. Procedure for general meetings
- d. No item of business is to be transacted at an annual or special general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- e. 10 members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- f. If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - i. If convened on the requisition of members, is to be dissolved.
 - ii. In any other case, is to be 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.
- g. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 5) are to constitute a quorum.

18) **Special General Meetings**

- a. The Board of Management may, whenever it thinks fit, convene a special general meeting of the association. A special general meeting must be convened by the Board of Management within three months of receiving a written request to do so from at least five per cent of the membership of the association.
- b. A requisition of members for a special general meeting:
 - i. must state the purpose or purposes of the meeting, and
 - ii. must be signed by the members making the requisition, and
 - iii. must be lodged with the secretary, and
 - iv. may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- c. If the Board of Management 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.
- d. A special general meeting convened by a member or members as referred to in Clause (c) must be convened as nearly as practicable in the same manner as general meetings are convened by the Board of Management.



- e. In the case of general meetings where a resolution is to be proposed, notice of the resolution shall be given to members at least 14 days before the meeting.
- f. 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 in clause (e), the intention to propose the resolution as a special resolution.
- g. 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.

19) *Special resolutions*

- a. A special resolution must be passed by a special general meeting of the association to effect the following changes:
 - i. a change to the association's name;
 - ii. a change of the association's rules;
 - iii. a change of the association's objects;
 - iv. an amalgamation with another incorporated association;
 - v. to voluntarily wind up the association and distribute property.
 - vi. to apply for registration as a company or co-operative.
- b. A special resolution shall be passed in the following manner:
 - i. a notice must be given to all members advising that a general meeting is to be held to consider a special resolution;
 - ii. the notice must give details of the proposed special resolution and give at least 21 days' notice of the meeting;
 - iii. a quorum must be present at the meeting; and
 - iv. at least three-quarters of the valid vote (in person or by proxy) must be in favour of the resolution.
 - v. in situations where it is not possible or practicable for a resolution to be passed as described above, a request may be made to the Department of Fair Trading for permission to pass the resolution in some other way.

20) *Quorum and voting at annual general & special general meetings*

- a. The quorum for an annual general meeting shall be 10 members present in person which can include the Board of Management. If within half an hour of the time appointed for a general meeting a quorum is not present the meeting shall be dissolved.
- b. Voting at general meetings shall be by a show of hands unless a secret ballot is demanded by at least 5 members present. Decisions shall be made by a simple majority vote except for those matters which must be decided by special resolution where a three quarter majority is required.
- c. All votes shall be given personally or by proxy. A member may hold a maximum of 5 proxies only.
- d. In the case of an equality of votes the person appointed to chair the general meeting shall have a second or casting vote.
- e. Written notice of all general meetings shall be given to members either personally or by post.
- f. Members who have items of business they wish considered at a general meeting shall give written notice of such business to the Secretary. The Secretary shall include that business in the next meeting calling a general meeting.

21) *Adjournment*

- a. 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.

22) Delegation by Board of Management to subcommittee

- a. The Board of Management may, by instrument in writing, delegate to one or more subcommittees (consisting of such member or members of the association as the Board of Management thinks fit) the exercise of such of the functions of the Board of Management as are specified in the instrument, other than:
 - i. this power of delegation, and
 - ii. a function which is a duty imposed on the Board of Management by the Act or by any other law.
- b. A function the exercise of which has been delegated to a subcommittee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.
- c. A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to the time or circumstances, as may be specified in the instrument of delegation,
- d. Despite any delegation under this rule, the Board of Management may continue to exercise any function delegated.
- e. Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Board of Management.
- f. The Board of Management may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- g. A sub committee may meet and adjourn, as it thinks proper.

23) Voting by proxy

- a. All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- b. A member or proxy is not entitled to vote at any general meeting of the association unless all money is due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

24) Appointment of proxies

- a. Each member is to be entitled to appoint another member as proxy by written notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

25) Public Officer

- a. The Board of Management shall ensure that a person is appointed as Public Officer.
- b. The First Public Officer shall be the person who completed the application for incorporation of the association.
- c. The Board of Management may at any time remove the public officer and appoint a new Public Officer provided the person appointed is 18 years of age or older and a resident of New South Wales.
- d. The Public Officer shall be deemed to have vacated their position in the following circumstances:
 - i. death;
 - ii. resignation;
 - iii. removal by the Board of Management or at a general meeting;
 - iv. bankruptcy or financial insolvency;



- v. mental illness; or
 - vi. residency outside New South Wales.
- e. When a vacancy occurs in the position of Public Officer the Board of Management shall within 14 days notify the Department of Fair Trading by the prescribed form in the following circumstances:
- f. The Public Officer is required to notify the Department of Fair Trading by the prescribed form in the following circumstances:
- i. appointment (within 14 days);
 - ii. a change of residential address (within 14 days);
 - iii. a change in the association's objects or rules (within one month);
 - iv. a change in the association's financial affairs (within one month after the annual general meeting);
 - v. a change in the association's name (within one month).
- g. The Public Officer may be an office bearer, Board of Management member, or any other person regarded as suitable for the position by the Board of Management.
- h. The Public Officer shall keep a register of members of the Board of Management which must:
- i. contain the name and residential address of each Board of Management member and the date on which they became a member of the Board of Management.
 - ii. be updated within one month of any change taking place; and
 - iii. be made available for inspection by any person, at all reasonable hours and free of charge.
 - iv. The public officer must keep in his or her custody all or under his or her control all records, books and other documents relating to the association.

26) *Miscellaneous*

- a. The association shall effect and maintain insurance as is required under the Associations Incorporation Act, together with any other insurance which may be required by law or regarded as necessary by the association.
- b. The funds of the association shall be derived from membership fees, donations, grants and such other sources as may be approved by the association.
- c. 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 Board of Management determines.
- d. The common seal of the association shall be kept in the custody of the Secretary and shall only be affixed to a document with the approval of the Board of Management. The stamping of the common seal shall be witnessed by the signatories of two members of the Board of Management.
- e. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Board of Management or employees of the association, being members or employees authorised to do so by the Board of Management.
- f. In the event that the association should be wound up or have its incorporation cancelled, any surplus property shall be distributed in accordance with the provisions of the Associations Incorporation Act.
- g. Service of documents (in writing) on the association is effected by serving them on the Public Officer or by serving them personally by two members of the Board of Management.
- h. Notices sent by post shall be deemed to have been received two days after the date of posting.



- i. The income and property of the association shall be used only for promotion of the objects and rules of the association and shall not be paid or transferred to members by way of dividend, bonus or profit and on the winding up of the association, subject to rule 29 the property of the association will be transferred to another organisation with similar objects to the association.
- j. Meetings can be held by any form of technology that permits each participant to hear each other participant and permits each participant to communicate with each other participant

27) Alteration of objects or rules

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

28) Service of notices

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

29) Surplus assets on winding up or dissolution

- a. Where the association has established a gift fund and has been endorsed under Subdivision 30-BA of the Income Tax Assessment Act 1997 as a deductible gift recipient in relation to that or any other fund then where:
 - i. The association is wound up; or
 - ii. The gift fund is wound up; or
 - iii. The endorsement under Subdivision 30-BA of the Income Tax Assessment Act 1997 is revoked:then the moneys in the gift fund, or funds where the association is wound up must be transferred to a gift recipient or to a fund which is endorsed under Subdivision 30-BA of the Income Tax Assessment Act 1997.
- b. Where the association operates more than one gift fund for which it is a deductible gift recipient and its endorsement under Subdivision 30-BA of the Income Tax Assessment Act 1997 is revoked only in relation to one of those gift funds then it may transfer the funds to any other gift fund for which it is endorsed as a deductible gift recipient.