

Archery Western Australia Inc

RULES OF ASSOCIATION

1. Name

The name of the Association is Archery Western Australia Inc, hereinafter referred to as the 'Association'

2. Definitions

In these rules, unless the contrary intention appears-

- 2.1. "Affiliated Club" is a sporting or special interest group that is registered as an affiliate to the Association.
- 2.2. "Annual General Meeting" is the annual meeting convened under rule 18; "Council meeting" means a meeting referred to in rule 17;
- 2.3. "Council member" means person referred to in rule 12.1; "Convene" means to call together for a formal meeting;
- 2.4. "Department" means the government department with responsibility for administering the Associations Incorporation Act (2015);
- 2.5. "Financial Year" means the period commencing 1 July and ending on 30 June each year;
- 2.6. "General Meeting" means a meeting to which all members are invited;
- 2.7. "Member" means member of the Association as defined in rule 9;
- 2.8. "Poll" means voting conducted in written form (as opposed to a show of hands);
- 2.9. "special general meeting" means a general meeting other than the annual general meeting convened under rule 18;
- 2.10. "special resolution" has the meaning given by section 51 of the Act;
- 2.11. If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.
- 2.12. "the Act" means the Associations Incorporation Act 2015;
- 2.13. "the Association" means the Association referred to in rule 1;
- 2.14. "the President" means the person elected at the Annual General Meeting to represent and oversee the Association and referred to in rule 13.
- 2.15. "the Commissioner" means the Commissioner for Consumer Protection exercising powers under the Act;
- 2.16. "the Council" means the Council of Management of the Association referred to in rule 12.1;
- 2.17. "the Secretary" means the Secretary referred to in rule 14; "the Treasurer" means the Treasurer referred to in rule 15;
- 2.18. "the Vice-President" means the Vice-Chairperson referred to in rule 13.

3. Objects of the Association

- 3.1. The objects of the Association are:
 - 3.1.1. To promote the sport of Archery in Western Australia
 - 3.1.2. To be the Western Australian Recognised Governing Body of Archery Australia.
 - 3.1.3. To arrange for the conduct of State Championships and other tournaments.
 - 3.1.4. To maintain shooting standards and ensure the due observation of the rules and policies of Archery Australia.
 - 3.1.5. To maintain State Records and confirm claims for State Records.
 - 3.1.6. To assist State Representatives to take part in Australian National Championships.

- 3.2. The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.
 - 3.2.1. A payment may be made to a member out of the funds of the Association only if it is authorised under sub-rule 2.2.
 - 3.2.2. A payment to a member out of the funds of the Association is authorised if:
 - 3.2.2.1. the payment is in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
 - 3.2.2.2. the payment is of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - 3.2.2.3. the payment is of reasonable rent to the member for premises leased by the member to the Association; or
 - 3.2.2.4. the reimbursement is of reasonable expenses properly incurred by the member on behalf of the Association.

4. Powers of the Association

The powers conferred on the Association are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may:-

- 4.1. acquire, hold, deal with, and dispose of any property;
- 4.2. open and operate bank accounts;
- 4.3. invest its money :-
 - 4.3.1. in any security in which trust monies may lawfully be invested; or
 - 4.3.2. in any other manner authorised by the rules of the Association;
- 4.4. borrow money upon such terms and conditions as the Association thinks fit;
- 4.5. give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- 4.6. appoint agents to transact any business of the Association on its behalf;
- 4.7. enter into any other contract it considers necessary or desirable;
 - 4.7.1. may act as trustee and accept and hold property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene the Act or the rules of the Association;
 - 4.7.2. to affiliate sporting or special interest groups;
- 4.8. make, alter and repeal bylaws consistent with the objects, powers and rules of the Association and so as to provide for good conduct of the affairs of the Association;

- 4.9. appoint servants of the Association to paid positions of which the conditions of service will be consistent with any legislative requirements; and
- 4.10. pay to any official and /or representative of the Association any gratuity, honorarium, expenses or fee, for services rendered to or incurred on behalf of the Association.

5. The Executive Committee

The Executive Committee will be made up of the President, Secretary and Treasurer. The day to day management of the Association shall be undertaken by the Executive Committee, which shall be responsible to report back to the council

6. Qualifications for Membership of the Association

- 6.1. Membership of the Association is open to any individual who is a member of an Affiliated Club, as specified in the Association's by-laws.
- 6.2. Members of the Association will be grouped into classes of membership as defined in the Association's by-laws.

7. Members and Affiliated Clubs

Members and Sporting or special interest groups seeking affiliation with the Association will be required to agree to the terms of affiliation as stipulated in a memorandum of agreement.

8. Register of Members of the Association

- 8.1. The Registrar, on behalf of the Association, must comply with section 53 of the Act by keeping and maintaining:
 - 8.1.1. in an up to date condition a register of the individual members of the Association and their email, postal residential addresses and upon the request of a member of the Association, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
- 8.2. The Registrar must cause the name of a person who dies or who ceases to be a member under rule 10 to be deleted from the register of members referred to in rule 8.1.

9. Subscription of Members of the Association

- 9.1. The Council may from time to time determine the amount of the annual subscription to be paid by each member.
- 9.2. Each Affiliated Club or individual member must pay to the Treasurer or directly to Archery Australia's Nominee, annually on or before each members anniversary date, the amount of the subscription determined under rule 9.1.
- 9.3. A member whose subscription is not paid on or before their anniversary date becomes un-financial. Persons who are not financial members are not entitled to participate in shooting activities.
- 9.4. The rights and privileges of every member shall not be transferrable.

10. Termination of Membership of the Association

- 10.1. 10.1. Membership of the Association may be terminated upon:-
 - 10.1.1. receipt by the Secretary or another Council member of a notice in writing from a member of their resignation from the Association.
 - 10.1.2. expulsion of a member in accordance with rule 11.

11. Discipline of Members of the Association

- 11.1. If the Council considers that an individual member should be suspended or expelled from membership of the Association because their conduct is detrimental to the interests of the Association, the Council must communicate in writing, to the member:-
 - 11.1.1. notice of the proposed suspension or expulsion and of the time, date and place of the Council meeting at which the question of that suspension or expulsion will be decided; and
 - 11.1.2. particulars of that conduct, not less than 30 days before the date of the Council meeting referred to in paragraph 11.1.1.
- 11.2. At the Council meeting referred to in a notice communicated under rule 11.1, the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Council, suspend or expel or decline to suspend or expel that member from membership of the Association and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.
 - 11.2.1. The Council may elect to issue a warning rather than suspend or expel a member.
- 11.3. Subject to rule 11.4 and 11.5, a member has their membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to them under rule 11.2.
- 11.4. A member who is suspended or expelled under rule 11.2 must, if they wish to appeal against that suspension or expulsion, give notice to the Secretary of their intention to do so within the period of 14 days referred to in rule 11.3.
- 11.5. When notice is given under rule 11.4:-
 - 11.5.1. the Association in a special general meeting called for that purpose, must either confirm or set aside the decision of the Council to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting; and
 - 11.5.2. the member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Council to suspend or expel them is confirmed under this rule.
- 11.6. Any member who is suspended or expelled from the Association shall not be entitled to any refund of any fee or subscription.

12. Council of Management

- 12.1. Subject to rule 12.9, the affairs of the Association will be managed exclusively by a Council of Management consisting of-
 - 12.1.1.a President;
 - 12.1.2.a Vice-President;
 - 12.1.3.a Secretary;
 - 12.1.4. a Treasurer;
 - 12.1.5.a Recorder;
 - 12.1.6.a Property Officer; and
 - 12.1.7.a delegate from each Affiliated Club, all of whom must be members of the Association. A Regional Club may appoint a metropolitan member as a delegate to represent it and attend council meeting on its behalf.
- 12.2. Council members must be elected to membership of the Council in the following manner;
 - 12.2.1.Positions under rules 12.1.1 to 12.1.7 shall be elected by ballot at the annual general meeting, in the presence of the returning officer and two scrutineers who shall be elected by the members present at the meeting. Following the Annual General Meeting, members may be appointed under rule 12.8.
 - 12.2.2.Positions under rule 12.1.8 will be selected in accordance with the rules of the respective Affiliated Clubs.
 - 12.2.3.Members under the age of 18 shall not be permitted to hold an elected position.
 - 12.2.4.An individual may hold more than one, but no more than three, position on the Council.
- 12.3. Subject to rule 12.8, a Council member's term will be from their election at an annual general meeting until the election referred to in rule 12.2 at the next annual general meeting after their election where they are eligible for re-election to membership of the Council.
- 12.4. Except for nominees under rule 12.7 and subject to rule 12.9, a person is not eligible for election to membership of the Council unless a member has nominated him or her for election by delivering notice in writing of that nomination, signed by:-
 - 12.4.1.The nominator; and
 - 12.4.2.The nominee to signify his or her willingness to stand for election, To the Secretary not less than 14 days before the day on which the annual general meeting concerned is to be held.
- 12.5. A person who is eligible for election or re-election under this rule may nominate and/or second themselves for election or re-election; and vote for themselves.
- 12.6. All positions nominated for in accordance with rule 12.4 for the election to membership of the Council, will be subject to rule 12.2.1. A Returning Officer will declare the results of the ballots at the annual general meeting.
- 12.7. If vacancies remain on the Council after the declaration under rule 12.6, additional nominations of Council members may be accepted from the floor of the annual general meeting. For all nominations from the floor for vacancies on the Council, elections for those positions must be conducted in accordance with rule 12.2.1.
- 12.8. If a vacancy remains on the Council after the application of rule 11.7, or when a casual vacancy within the meaning of rule 16 occurs in the membership of the Council :-

- 12.8.1.the Council may appoint a member to fill that vacancy by calling for expressions of interest from the general membership; and
- 12.8.2.a member appointed under this rule will hold office until the election referred to in rule 12.2; and be eligible for election to membership of the Council, at the next following annual general meeting.

12.9. No member shall nominate for or hold more than two (2) elected positions, and no member shall hold both the position of President and Vice-President simultaneously.

12.10. The Council may delegate, in writing, to one or more sub-Councils (consisting of such member or members of the Association as the Council thinks fit) the exercise of such functions of the Council as are specified in the delegation other than: -

- 12.10.1.the power of delegation; and
- 12.10.2.a function which is a duty imposed on the Council by the Act or any other law.

12.11. Any delegation under rule 12.10 may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Council may continue to exercise any function delegated.

12.12. The Council may, in writing, revoke wholly or in part any delegation under rule 12.10.

12.13. The Council may appoint members to other positions in accordance with the by-laws.

12.14. The Council may, alter and repeal bylaws consistent with the objects, powers and rules of the Association so as to provide for good conduct of the affairs of the Association.

12.15. The Council may perform any other function relative to the management of the Association within the rules of the Association and that is not required to be done under the rules at a general meeting

12.16. The voting rights on the Council shall be:

<u>Position</u>	<u>Voting Rights</u>
12.16.1.President	Casting Vote Only
12.16.2.Vice President	No
12.16.3.Secretary	Yes
12.16.4.Treasurer	Yes
12.16.5.Recorder	No
12.16.6.Property Officer	No
12.16.7.State Coach	No
12.16.8.Coaching Co-ordinator	No
12.16.9.Judges Administrator	No
12.16.10.Tournament Chair	No
12.16.11.Each Delegate from the affiliated clubs	Yes

12.17. At the discretion of the committee, and authorised by a resolution of the Association, a committee member may be entitled to be paid out of the funds of the Association for any out-of-pocket expenses for travel and accommodation properly incurred:

- 12.17.1.in attending a Council meeting or
- 12.17.2.in attending a general meeting; or
- 12.17.3.otherwise in connection with the Association's business.

13. President and Vice President

- 13.1. The President shall preside at all meetings of the Council of the Association and, in his or her absence the Vice President shall preside. Should neither the President or Vice President be present, the meeting shall elect a Council member as President in accordance with voting rights in 12.16.
- 13.2. The President shall have the sole responsibility for the interpretation and application of the rules of the Association. Any dissension of the President's interpretation of the rules must be dealt with in accordance to rule 25.
- 13.3. The President, or their nominated proxy, shall be the spokesperson for the Association.
- 13.4. The President shall perform such other duties as outlined in the Council approved Job Description.

14. Secretary

The Secretary must:-

- 14.1. co-ordinate the correspondence of the Association;
- 14.2. keep full and correct minutes of the proceedings of the Council and of the Association;
- 14.3. comply on behalf of the Association with:-
 - 14.3.1. section 35 of the Act by keeping and maintaining in an up to date condition the rules of the Association and, upon the request of a member of the Association, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and
 - 14.3.2. section 58 of the Act by maintaining a record of :-
 - 14.3.2.1. the names and email, residential or postal addresses of the persons who hold the offices of the Association provided for by these rules, including all offices held by the persons who constitute the Committee Council; and
 - 14.3.2.2. the names and email, residential or postal addresses of any persons who are appointed or act as trustees on behalf of the Association; and
 - 14.3.2.3. the Secretary must, upon the request of a member of the Association, make available the record for the inspection of the member and the member may make a copy of or take an extract from the record but will have no right to remove the record for that purpose;
- 14.4. unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of the Association, but other than those required by rule 15 to be kept and maintained by, or in the custody of, the Treasurer; and
- 14.5. Perform such other duties as outlined in the council approved Job Description.

15. Treasurer

The Treasurer must-

- 15.1. be responsible for the receipt of all moneys paid to or received on behalf of the Association;
- 15.2. pay all moneys into such account or accounts of the Association as the Council may from time to time direct;
- 15.3. make payments from the funds of the Association with the authority of a general meeting or of the Committee Council and in so doing ensure that all payments are authorised by himself or herself and at least one other authorised Committee Council member, or by any two others as are authorised by the Committee Council;
- 15.4. comply on behalf of the Association with sections 66 and sections 68 & 70, 71 & 73 or 74 & 76, depending on tier level, of the Act with respect to the accounting records of the Association by:-
 - 15.4.1. keeping such accounting records as required and explain the financial transactions and financial position of the Association;
 - 15.4.2. keeping its accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time;
 - 15.4.3. submitting to members at each annual general meeting of the Association accounts of the Association showing the financial position of the Association at the end of the preceding financial year.
- 15.5. whenever directed to do so by the President, submit to the Council a report, balance sheet or financial statement in accordance with that direction;
- 15.6. unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of the Association; and
- 15.7. Perform such other duties as outlined in the council approved Job Description.

16. Casual Vacancies in Membership of Council

A casual vacancy occurs in the office of a Council member and that office becomes vacant if the Council member:-

- 16.1. dies;
- 16.2. resigns by notice in writing delivered to the President or, if the Council member is the President, to the Vice-President and that resignation is accepted by resolution of the Council;
- 16.3. is convicted of an offence under the Act;
- 16.4. is permanently incapacitated by mental or physical ill-health;
- 16.5. is absent from more than;
 - 16.5.1.3 consecutive Committee meetings; or
 - 16.5.2.3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings; of which meetings the member received notice, and the Committee has resolved to declare the office vacant;
- 16.6. ceases to be a member of the Association; or
- 16.7. is the subject of a resolution passed by a general meeting of members terminating appointment as a Council member.

17. Proceedings of Council

- 17.1. The Council must meet together for the dispatch of business not less than six (6) times in each year and the President, or at least three (3) members of the Council, may at any time convene a meeting of the Council.
- 17.2. The voting positions on the Council shall be Secretary, Treasurer and the Delegates. Other members of the Association may attend and speak at Council. Should a person entitled to vote hold more than one voting position they shall be entitled to one vote only.
- 17.3. A question arising at a Council meeting must be decided by a majority of votes, but, if there is no majority, the person presiding at the Council meeting will have a casting vote.
- 17.4. The quorum at all council meetings shall be 6 voting members of Council plus the Chair who are present in person or via technology.
- 17.5. Subject to these rules, the procedure and order of business to be followed at a Council meeting must be determined by the Council members present at the Council meeting.
- 17.6. A member of the Council who has any direct or indirect financial interest in any matter under contemplation by the Council, shall, as soon as he/she becomes aware of his/her interest, disclose the nature and extent of such interest to the Council and shall not take part in any deliberation or decision of the Council with respect to that matter. Any declared interest will be recorded in the minutes of the meeting.

18. General Meetings

- 18.1. The Council:-
 - 18.1.1. may at any time convene a special general meeting;
 - 18.1.2. must convene annual general meetings within the time limits provided for the holding of such meetings by section 50 of the Act, that is, in every calendar year within 6 months after the end of the Association's financial year or such longer period as may in a particular case be allowed by the Commissioner; and
 - 18.1.3. must, within 30 days of:-
 - 18.1.3.1. receiving a request in writing to do so from not less than 10% of members, convene a special general meeting for the purpose specified in that request; or
 - 18.1.3.2. the Secretary receiving a notice under rule 11.4, convene a general meeting to deal with the appeal to which that notice relates.
- 18.2. The members making a request referred to in rule 18.1.3 must:-
 - 18.2.1. state in that request the purpose for which the special general meeting concerned is required; and
 - 18.2.2. sign that request.
- 18.3. If a special general meeting is not convened within the relevant period of 30 days referred to in rule 18.1.3, the members who made the request concerned may themselves convene a special general meeting as if they were the Council.
- 18.4. Subject to rule 18.6, the Secretary must give to all members not less than 21 days' notice of a special general meeting and that notice must specify when and where the general meeting concerned is to be held; and particulars of the

business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.

- 18.5. Subject to rule 18.6, the Secretary must give to all members not less than 21 days' notice of an annual general meeting and that notice must specify when and where the annual general meeting is to be held; and the particulars and order in which business is to be transacted, as follows:
 - 18.5.1. Reading notice of meeting;
 - 18.5.2. Reading minutes of the last Annual General Meeting and any other General Meeting not yet confirmed and confirming or amending same;
 - 18.5.3. Reading Chairperson's Report, discussion and adoption or otherwise;
 - 18.5.4. Reading statement of accounts and balance sheets;
 - 18.5.5. Acceptance of previously circulated office Bearer's;
 - 18.5.6. Election of Officers;
 - 18.5.7. Special Business of which Notice of Motion has been given;
 - 18.5.8. Other Business.
- 18.6. A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary must give to all members not less than 21 days' notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in rule 18.5 the notice must also include the resolution to be proposed.
- 18.7. The Secretary must give a notice under rule 18.4 or 18.5 or 18.6 by:
 - 18.7.1. serving it on a member personally; or
 - 18.7.2. sending it by email to a member at the email address of the member appearing in the register of members kept and maintained under rule 8; or
 - 18.7.3. sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 8.
- 18.8. When a notice is sent under rule 18.7(3), the sending of the notice will be deemed to be properly effected if the notice is addressed to the registered address of the affiliate club.
- 18.9. A member may only appoint a proxy for voting at a general meeting in accordance with the By-Laws.

19. Quorum and Proceedings at General Meetings

- 19.1. At a general meeting 7 members (eligible to vote) present in person or via technology constitute a quorum.
- 19.2. If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 18.4 or 18.5:-
 - 19.2.1. as a result of a request or notice referred to in rule 18.1.3 or as a result of action taken under rule 18.3 a quorum is not present, the general meeting lapses; or
 - 19.2.2. otherwise than as a result of a request, notice or action referred to in paragraph (a) above, the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.
- 19.3. If within 30 minutes of the time appointed by rule 19.2 (b) for the resumption of an adjourned general meeting a quorum is not present, the members who

are present in person may nevertheless proceed with the business of that general meeting as if a quorum were present.

- 19.4. The President may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.
- 19.5. There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- 19.6. When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 18 of the adjourned general meeting as if that general meeting were a fresh general meeting.
- 19.7. 19.7. At a general meeting-
 - 19.7.1. an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to rule 19.9; and
 - 19.7.2. a special resolution put to the vote will be decided in accordance with section 51 of the Act (three quarter majority) , and, if a poll is demanded, in accordance with rules 19.9 and 19.11.
- 19.8. A declaration by the President of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with rule 19.9
- 19.9. At a general meeting, a poll may be demanded by the President or by three or more members present and if so demanded, must be taken in such manner as the President directs.
- 19.10. If a poll is demanded and taken under rule 19.9 in respect of an ordinary resolution, a declaration by the President of the result of the poll is evidence of the matter so declared.
- 19.11. A poll demanded under rule 19.9 must be taken immediately on that demand being made.

20. Minutes of Meetings of the Association

- 20.1. The Secretary must cause proper minutes of all proceedings of all general meetings and Council meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Council meeting, as the case requires, in a minute book kept for that purpose.
- 20.2. The President must ensure that the minutes taken of a general meeting or Council meeting under rule 20.1 are checked and agreed as correct. This may be undertaken either by the Chairperson of the general meeting or Council meeting to which those minutes relate or by the Chairperson of the next succeeding general meeting or Council meeting, as the case requires.
- 20.3. When minutes have been entered and agreed as correct under this rule, they are, until the contrary is proved, evidence that:-
 - 20.3.1. the general meeting or Council meeting to which they relate (in this rule called "the meeting") was duly convened and held;
 - 20.3.2. all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and

20.3.3.all appointments or elections purporting to have been made at the meeting have been validly made.

21. Voting rights of Members of the Association

21.1. Subject to these rules, each member 16 years and over, present at a general meeting is entitled to a deliberative vote.

22. Rules of the Association

22.1. The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 30, 31 and 33 of the Act, which is as follows:-

22.1.1. Subject to rule 22.1.4 and 22.1.5, the Association may alter its rules by special resolution but not otherwise;

22.1.2. Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Association), the Association must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Council certifying that the resolution was duly passed as a special resolution and that the rules of the Association as so altered conform to the requirements of the Act;

22.1.3. An alteration of the rules of the Association does not take effect until rule 22.1.2 is complied with;

22.1.4. An alteration of the rules of the Association having effect to change the name of the Association does not take effect until rules 22.1.1 to 22.1.3 are complied with and the approval of the Commissioner is given to the change of name;

22.1.5. An alteration of the rules of the Association having effect to alter the objects or purposes of the Association does not take effect until rules 22.1.1 to 22.1.3 are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.

22.2. These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

23. Common Seal of the Association

23.1. The Association does not have a common seal.

24. Inspection of records etc. of the Association

24.1. A member may at any reasonable time inspect the books, documents, records and securities of the Association.

24.1.1. The Council may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

24.1.2. The member must contact the Secretary to make the necessary arrangements for the inspection.

24.1.3. The inspection must be free of charge.

24.1.4. The member may make a copy of, or take an extract from, a record or document but does not have a right to remove the record or document for that purpose.

25. Disputes and Mediation

- 25.1. The grievance procedure set out in this rule applies to disputes under these rules between:-
 - 25.1.1. a member and another member; or
 - 25.1.2. a member and the Association; or
 - 25.1.3. if the Association provides services to non-members, those non-members who receive services from the Association, and the Association.
- 25.2. The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 25.3. If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 25.4. The mediator must be a person chosen by agreement between the parties; or in the absence of agreement:-
 - 25.4.1. in the case of a dispute between a member and another member, a person appointed by the Council of the Association;
 - 25.4.2. in the case of a dispute between a member or relevant non-member (as defined by rule 25.1) and the Association, a person who is a mediator appointed to, or employed with, a not for profit organisation.
- 25.5. A member of the Association can be a mediator.
- 25.6. The mediator cannot be a member who is a party to the dispute.
- 25.7. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 25.8. The mediator, in conducting the mediation, must :-
 - 25.8.1. give the parties to the mediation process every opportunity to be heard;
 - 25.8.2. allow due consideration by all parties of any written statement submitted by any party; and
 - 25.8.3. ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 25.9. The mediator must not determine the dispute.
- 25.10. The mediation must be confidential and without prejudice.
- 25.11. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

26. Bylaws

- 26.1. Any member may propose a bylaw and must provide to the Secretary at least twenty one (21) days before the relevant scheduled meeting, the details of the proposed bylaw: The information that is to be provided will include;
 - 26.1.1. the full wording of the proposed bylaw; and
 - 26.1.2. the reasons covering the intent of the bylaw.

- 26.2. All proposed bylaws must be submitted on the approved form.
- 26.3. All details of the proposed bylaw will be circulated to the intended audience of the relevant meeting, fourteen (14) days prior to the advertised date of the meeting.
- 26.4. The bylaws are not part of this Rules of Association but are covered in the separate by-laws document.
- 26.5. At Council meetings the Council may make bylaws from time to time that are not inconsistent with the provisions of this constitution and on any matters pertaining to the activities of The Association.
- 26.6. At Annual and Special General Meetings members may make bylaws from time to time that are not inconsistent with the provisions of this constitution and on any matters pertaining to the activities of The Association.

27. Dissolution of the Association and distribution of surplus property

- 27.1. The Association may be dissolved by;
 - 27.1.1. A Special General Meeting, called for the purpose, may upon a vote of three quarters majority of those members voting, resolve to dissolve the Association. Providing that, and subject to rule 28.1.2, a similar majority confirms the resolution at a subsequent Special General meeting held not less than one month after the first meeting.
 - 27.1.2. If at the time of calling the meetings under rule 28.1.1, there are not less than three (3) Affiliated Clubs belonging to the Association, the dissolution shall not take effect unless:
 - 27.1.2.1. all Affiliated Clubs have conducted a meeting to consider the dissolution of the Association: and
 - 27.1.2.2. the majority of the Affiliated Clubs support the resolution to dissolve the Association.The results of the meetings convened under rule 28.1.2 a) are to be communicated to the Association by the secretary of each affiliate group.
- 27.2. Whilst following the Act section 24, if upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another the association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which the association shall be determined by resolution of the members.