



CONSTITUTION AND RULES OF THE VOLUNTEER AMBULANCE OFFICERS ASSOCIATION OF TASMANIA INCORPORATED

Approved at Annual General Meeting
On 13 November 2021

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Part 1 – Preliminary

1. Name of Association

- 1.1. The name of the Association shall be The Volunteer Ambulance Officers Association of Tasmania Incorporated (in these rules called “the Association”).

2. Association’s Office

- 2.1. The address of the Association is to be at such place the Board determines.

3. Financial Year

- 3.1. The financial year of the Association is each period beginning on the 1st of October in each year and ending on the 30th of September next following.

4. Interpretation

In these rules, unless the context otherwise requires:

ACCOUNTING RECORDS has the same meaning as the Act;

Act means the Associations Incorporation Act, Tasmania 1964;

Ambulance Tasmania means the Tasmanian government’s public ambulance service;

Annual General Meeting means the Annual General Meeting of the Association members;

Association means the Volunteer Ambulance Officers Association of Tasmania;

Association has the same meaning as in the Act;

Auditor means the person appointed to audit the financial records of the Association;

Authorised deposit-taking institution means a body corporate that is an authorised deposit-taking institution for the purposes of the *Banking Act* 1959 of the Commonwealth;

BASIC objects of the Association mean the objects and purposes of the Association as stated in an application under Section 7 of the Act for the incorporation of the Association;

Board means the Board of Management elected to manage the business and affairs of the Association;

Board Executive means President, Vice-President, Secretary and Treasurer of the Association;

Chairperson means the person who chairs a general meeting or board meeting;

Committee as defined in the model rules refers to the Board of Management;

Commonwealth means the Commonwealth of Australia;

Constitution means the Rules of the Association;

Executive Board means President, Vice-President(s), Secretary and Treasurer of the Association;

Financial member means a member who is both an operational member and has contributed the annual subscriptions to the Association for the ensuing twelve months;

Financial records mean the same meaning as financial records or accounting records in the Act;

Financial year means the period from 1 month to xx month each year

General meeting means a general meeting of the members of the Association including an Annual General Meeting or a Special General Meeting;

Honorary Life Member means a member granted Associate membership to the Association without payment of subscription;

Member means a member of the Association;

Member entitled to vote means a member who is a financial member;

Model rules means the Associations Incorporation (Model Rules) Regulations 2017, or as amended by Tasmanian legislation from time to time;

Officer of the Association means a member elected as an Officer of the Association at an Annual General Meeting or a Board member appointed as an Officer by the Board as a result of a casual vacancy;

Operational member means any person who is registered as a volunteer with Ambulance Tasmania at that point in time;

Ordinary business of an Annual General Meeting means the business identified in the agenda of the Annual General Meeting excluding special resolutions as determined in the Model Rule 13(5);

Ordinary resolution means a resolution passed by a majority of not less than half of members entitled to vote on that resolution.

Public Officer means the person who is, under Section 14 of the Act, appointed Public Officer of the Association at an Annual General Meeting;

Regulations means the *Associations Incorporations Regulations 2007*.

Servants of the Association means contractors or members who are engaged by the Board to undertake a function for remuneration;

Signature means the affixing of a persons' signature or mark either manually, electronically or by statement to the same effect;

Special Board meeting means a meeting of the Board that is convened under rule 69.1 by the President of any 4 of the members of the Board;

Special General Meeting means a special general meeting of the Association convened under rule 34.

Special Executive Meeting means a special meeting of the Executive Board convened for the purpose of address agenda items only;

Special resolution means the same meaning as in the Act; and

Special resolution means a resolution passed by a majority of not less than three quarters of members entitled to vote for which notice specifying the intention to propose the resolution as a special resolution was properly given.

Subscription means the annual subscription payable by each financial member, as determined at each Annual General Meeting for the next financial year.

Volunteer Ambulance Officers means members registered with Ambulance Tasmania.

4.2. In these rules, expressions referring to "in writing" shall, unless the contrary intention appears, be construed as to include reference to printing, photocopy, electronic mail, web pages, social media and other modes of representing or reproducing words in a visible form.

4.3. Words or expressions contained in this Constitution shall be interpreted in accordance with the provisions of the *Acts Interpretation Act, 1931*.

Part 2 – Powers of Association

5. Objects and Purposes of the Association

The basic object of the Association is to enhance and maintain the capability and wellbeing of Volunteer Ambulance Officers and provide representation on their behalf to Ambulance Tasmania and other relevant parties specifically:

To enhance pre-hospital patient care by providing representation and support for the wellbeing of Volunteer Ambulance Officers in Tasmania.

- 5.1. In addition to the basic objects of the Association, the objects and purposes of the Association shall be deemed to include:
- a. The purchase, taking on lease or exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Association;
 - b. The purchasing, selling and supplying of, and dealing in, goods of all kinds;
 - c. The construction, maintenance, and alteration of buildings or works necessary or convenient for any of the objects or purposes of the Association;
 - d. The accepting of any gift, whether subject to a special trust or not, for any one or more of the objects or purposes of the Association;

- e. The taking of such steps from time to time as the Board or members in General Meetings may deem expedient for the purpose of procuring contributions to the funds of the Association, whether by way of donations, subscriptions or otherwise;
- f. The printing and publishing of any newspaper, periodical, book, leaflet or other document the Board or members in General Meeting may think desirable for the promotion of the objects and purposes of the Association;
- g. The borrowing and raising of money in such manner and on terms as the Board may think fit or as may be approved or directed by resolution passed at a General Meeting;
- h. Subject to the provisions of the *Trustee Act, 1898*, the investment of any money of the Association not immediately required for any of its objects or purposes in such manner as the Board may from time to time determine;
- i. The making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which section 78A of the *Income Tax Assessment Act, 1936*, of the Commonwealth relates;
- j. The establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes and conveniences calculated to benefit servants or past servants of the Association and their dependants, and the granting of pensions, allowances or other benefits to servants or past servants of the Association or their dependants, and the making of payments towards insurance in relation to any of these persons;
- k. The establishment and support, or aiding in the establishment or support, of any other Associations formed for any of the basic objects of the Association;
- l. The purchase or acquisition, and undertaking, of all or any part of the property, assets, liabilities and engagements of any Association in which the Association may at any time become amalgamated in accordance with the provisions of the Act and the Constitution; and
- m. The doing of all such other lawful things as are incidental or conducive to the attainment of the basic objects of the Association or any of the objects and purposes specified in the foregoing provisions of this sub-rule.

6. Management of funds

- 6.1. The Board shall cause to be opened with such bank or bankers as the Board selects, a banking account in the name of the Association into which all moneys received shall be paid by the Treasurer as soon as possible after receipt thereof.
- 6.2. The Board may receive from the Association's bank or bankers for the time being the monies drawn by the Association on any of its accounts with the bank or bankers and may release and indemnify the bank or bankers from and against all claims, actions, suits or demands that may be brought against the bank or bankers arising directly or indirectly out of those drawings or surrender thereof to the Association.
- 6.3. Financial delegations assigned to Board members shall be as determined in the position descriptions of the Association.
- 6.4. Except with the authority of the Board, no payment of a sum exceeding one hundred dollars shall be made from the funds of the Association otherwise than by
 - a. the electronic transfer of funds from the Association's account to another account at an authorised deposit-taking institution.
- 6.5. Monies are not to be drawn on the Association's account, and an amount is not to be electronically transferred from the Association's account to another account, including Association debit cards at an authorised deposit-taking institution, except for the purpose of making a payment that has been authorised by the Board.
- 6.6. All other financial transactions and other negotiable instruments shall be authorised by any two Executive Board members nominated for that purpose.
- 6.7. An electronic transfer of an amount from the Associations account to another account at an authorised deposit-taking institution -

- a. Shall be authorised by the Treasurer of the Association and another member of the Executive Board.

Part 3 – Members

7. Minimum number of members

- 7.1. The Association must have at least 20 current financial members.
- 7.2. Upon the Board becoming aware there is less than 20 members the Board shall allow 2 months from this date to increase membership and failing to reach 20 members at the expiration of 2 months, then dissolve the Association.

8. Member eligibility

- 8.1. A person who has previously been approved for membership in accordance with this rule is eligible to renew membership of the Association on -
 - a. payment of the annual subscription; and
 - b. the subscription renewal form being lodged with the Treasurer.

9. Application for membership

- 9.1. A person who is a Volunteer Ambulance Officer, and who has not previously been excluded as an Association member, can be admitted as a member of the Association once
 - a. The person submits an approved application form to the Treasurer;
 - b. The initial annual subscription is paid
 - c. That the person is notified by the Treasurer
- 9.2. A person who does not meet the criteria of Rule 9.1 is not to be admitted as a member of the Association unless
 - a. The person submits an approved application form to the Treasurer,
 - b. The initial annual subscription is paid,
 - c. The application is approved under Rule 10 and Rule 11,
 - d. That the person is notified by the Treasurer.

10. Consideration of application

As soon as practicable after an application for membership is received, the Treasurer must circulate the application for consideration.

- a. Acceptance of the nomination can be determined by a quorum majority of board member responses within seven working days.
- b. If the Board rejects the application, it must return any subscriptions paid by the nominee in anticipation of the application being accepted; and

11. New membership

- 11.1. If an application for membership is approved by the Board –
 - a. The Treasurer must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members on receipt of the amount payable by the nominee as the first annual subscription.
 - b. The Treasurer must notify the nominee, in writing, that the nominee has been approved for membership of the Association;
 - c. The issuing of a membership card is deemed appropriate written notification;
- 11.2. A person who becomes a member of the Association and, subject to Rule 15.2, is entitled to exercise their rights of membership from the date, whichever is the latter, on which –
 - a. The Board approves the person's membership; or
 - b. The person pays the annual subscription.

12. Membership types

- 12.1. Financial members for the purpose of this Constitution are defined as
 - a. able to vote at General and Special General Meetings
 - b. required to pay an annual subscription
 - c. must be a Volunteer Ambulance Officer registered with Ambulance Tasmania
 - d. will be counted in the number of members of the Association.

- 12.2. Honorary Life Member is a member of the Association are defined as
 - a. appointed as an Honorary Life Member under [Rule 19](#)
 - b. able vote at General and Special General Meetings
 - c. no requirement to pay an annual subscription
 - d. will be counted in the number of members of the Association
 - e. no requirement to be a Volunteer Ambulance Officer registered with Ambulance Tasmania

- 12.3. Non-financial members for the purpose of the Constitution are defined as
 - a. no entitlement to attend or vote at any meeting.
 - b. not counted in the number of members of the Association
 - c. if the subscription is paid by the prescribed date, then membership will be considered continuous but no entitlement will be made retrospective for the period the member was non-financial.

- 12.4. Associate Member is any category of member as determined by special resolution at a general meeting.
 - a. An Associate Member must not vote but may have other rights as determined by the Board or by resolution at a general meeting.

13. Register of members

- 13.1. A person –
 - a. Becomes or remains a member of the Association when -
 - i. their name is entered into or has not been removed from the register of members; and
 - ii. their membership application/renewal form has been received and accepted by the Board; and
 - iii. the annual subscription for the member has been paid under [Rule 14](#).
 - b. Ceases to be a member of the Association when their name is removed from the register of members under [Rule 17](#) or [Rule 18](#).

- 13.2. The Treasurer is to maintain a register of members containing –
 - a. The name of each member of the Association and the date on which they became a member; and
 - b. The members postal or residential address; and
 - c. An email address, if any, that the member has nominated as the email address to which notices from the Association may be sent; and
 - d. The name of each person who has ceased to be a member of the Association and the date of which the person ceased to be a member of the Association.

14. Annual Subscription

- 14.1. The annual subscription payable by members shall be struck by the Board at a Board meeting preceding the end of the financial year.
 - a. The annual subscription of a member is due and payable on or before the first day of the financial year of the Association.

- 14.2. The Board may determine that any new member that joins after the start of a financial year must, for that financial year, pay a fee equal to –
- a. The full annual subscription; or
 - b. A fixed amount determined from time to time by the Board.
- 14.3. The rights of a member (including the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid.

15. General Rights of members

- 15.1. A member of the Association who is entitled to vote has the right –
- a. To receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules;
 - b. To submit items of business for consideration at a general meeting;
 - c. To attend and be heard at general meetings;
 - d. To vote at a general meeting;
 - e. To have access to the minutes of general meetings and other documents of the Association as provided under [Rule 77](#); and
 - f. To inspect the register of members.
- 15.2. A member is entitled to vote if –
- a. They are current financial volunteer; and
 - b. More than 10 business days has passed since they became a member of the Association; or
 - c. They are an Honorary Life Member who meets the requirements to vote under [Rule 12.2](#).
- 15.3. A member is not entitled to vote if -
- a. They are an Associate member; or
 - b. The membership rights are suspended for any reason.

16. Liability of members

- 16.1. Any right, privilege or obligation of a person as a member of the Association –
- a. Is not capable of being transferred to another person; and
 - b. Terminates when the person ceases to be a member of the Association.
- 16.2. If the Association is wound up, each person who was, immediately before the Association is wound up, a member of the Association, and each person who was a member of the Association within the period of twelve months immediately preceding the commencement of the winding-up, is liable to contribute –
- a. To the assets of the Association for the payment of the liabilities of the Association; and
 - b. For the costs, charges and expenses of the winding-up; and
 - c. For the adjustment of the rights of the contributors among themselves.
- 16.3. Any liability under sub-rule 16.2 shall not exceed One Dollar, as may be required, but a former member is not liable so to contribute in respect of any debt or liability of the Association contracted after they ceased to be a member.

17. Ceasing membership

- 17.1. The membership of a person ceases on resignation, expulsion, death or for an unpaid subscription 2 months after the start of the financial year.

- 17.2. If a person ceases to be a member of the Association, the person nominated by the Board must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

18. Resignation of member

- 18.1. A member of the Association may resign by sending a written notice to the Secretary.
- 18.2. A member is taken to have resigned if -
- The member's annual subscription is more than three months in arrears; or
 - Where an annual subscription is payable, the Treasurer has advised the member to confirm that they wish to remain a member by the annual subscription when it falls due, and the member has not, within three months after receiving that request, confirmed in writing that they wish to remain a member.
 - the sending of a written request to the members last known postal or email address is deemed as the member receiving the request.
- 18.3. Any operational member who ceases to be a volunteer with Ambulance Tasmania and has not applied to become an Associate Member of the Association.
- 18.4. On receipt of a notice from a member of the Association under sub-rule 18.1, the Treasurer is to remove the name of the member from the register of members whereupon the member ceases to be a member of the Association.

19. Appointment of Honorary Life Members

- 19.1. Any two financial or Honorary Life members, may nominate, in writing to the Secretary, a current or former member for consideration as an Honorary Life Member. The criteria for Honorary Life Membership will be determined and published by the Board.
- The Secretary will notify the Board of the application. The Board may delegate the consideration and investigation of the nomination to the Executive Board. A person nominated for Honorary Life Membership is excluded from participating in the consideration and investigation of the nomination.
 - The Board must agree by ordinary resolution, to accept the recommendation of the Executive.
 - The Board must agree by ordinary resolution, to recommend an Honorary Life membership be revoked and include a Special Resolution for this purpose at an Annual General Meeting.
 - Members at an Annual General Meeting shall vote on a Special Resolution revoking an Honorary Life Membership.
- 19.2. Revoking of Honorary Life Membership may occur where the Board voting, under Special Resolution, that the Honorary Life Membership should be removed.

20. Disputes & Grievances

- 20.1. The grievance procedure that applies to disputes under these Rules is determined by the Grievance and Disciplinary Policy that applied at the time of such grievance occurring.

Part 4 – General Meetings of the Association

21. Annual General Meeting

- 21.1. The Association shall in each year, hold an Annual General Meeting.
- 21.2. The Annual General Meeting shall be held on such day as the Board may determine but being not later than three months after the close of the financial year of the Association.
- 21.3. The Annual General Meeting shall be in addition to any other General Meeting that may be held in the same year.
- 21.4. The Annual General Meeting shall be specified as such in the notice convening it.
- 21.5. The agenda for ordinary business of the Annual General Meeting shall be as follows:
- To confirm the minutes of the last preceding Annual General Meeting;

- b. To receive from the Board, and servants of the Association, reports upon the transactions of the Association during the last preceding financial year;
 - c. To elect the officers of the Association and the ordinary Board members;
 - d. Upon the commencement of the election process the retiring President will vacate the chair for the Returning Officer to declare the incoming President. The incoming President will commence their position as President immediately after the declaration of the President position.
 - e. To determine if the appointment of an Auditor is required and determine their remuneration;
 - f. To determine the remuneration of the servants of the Association;
 - g. Transact any other business of which notice is given in accordance with Rule 21.5.
- 21.6. The Annual General Meeting may transact special business of which notice is given in accordance with these rules.

22. Special Business

- 22.1. All business that is transacted at Special General Meetings and all business that is transacted at the Annual General Meeting, with the exception of that especially referred to in these rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.

23. Special General Meeting

- 23.1. The Board may, whenever it thinks fit, convene a Special General Meeting of the Association.
- 23.2. Any general meeting of the Association, other than an Annual General Meeting is a Special General Meeting.
- 23.3. No business other than that set out in the notice under Rule 25.4 may be conducted at the meeting.

24. Special General Meeting held at request of members

- 24.1. The Board shall, on the individual requisition in writing of not less than ten members, convene a Special General Meeting of the Association.
- 24.2. A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the requisitioner's and deposited at the office of the Association and may consist of several documents in the like form, each signed by one or more of the requisitioner's.
- 24.3. If the Board does not cause a Special General Meeting to be held within 21 days from the date on which the requisition thereof is deposited at the office of the Association, the requisitioner's, or any of them, may convene the meeting; but any meeting so convened shall not be held after three months from the date of the deposit of the requisition.
- 24.4. A Special General Meeting so convened by requisitions in pursuance of these rules, shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Board.

25. Notice of General Meetings

- 25.1. The Public Officer of the Association shall, at least 28 days before the date fixed for holding an Annual General, General or Special General Meeting of the Association, cause to be placed on the Association website or social media page and sent via electronic mail to the last known email address of all registered members, or by another means, determined by the Public Officer, that is reasonably likely to ensure that the members of the Association will be notified of the notice, a notice specifying the place, day and time for the holding of the meeting, and the nature of the business to be transacted thereat and comply with Rule 26.4, 26.5 and Rule 26.6.
- 25.2. The Annual General Meeting may transact special business of which notice is given in accordance with these rules.

- 25.3. The Public Officer (or, in the case of the Special General Meeting convened under Rule 24, the members convening the meeting) must give each member of the Association –
 - a. At least 21 days notice of a general meeting if a special resolution is to be proposed at the meeting; or
 - b. At least 14 days notice of a general meeting in any other case.
- 25.4. The notice must –
 - a. Specify the date, time and place of the meeting; and
 - b. Indicate the general nature of each item of business to be considered at the meeting; and
 - c. If a special resolution is to be proposed –
 - i. State in full the proposed resolution; and
 - ii. State the intention to propose the resolution as a special resolution; and
 - d. Specify the rules in regards to Proxy votes, including deadlines for receipt.

26. Proxies

- 26.1. A member may appoint another member as their proxy to vote and speak on their behalf at a general meeting other than -
 - a. confirming the minutes of a previous meeting when only members who were present at that meeting may vote; or
 - b. where a special resolution is being voted on; or
 - c. For a Board member at a Board meeting; or
 - d. The proxy vote is not given to the chairperson at the time requested before a meeting.
- 26.2. The appointment of a proxy must be in writing and signed and dated by the member making the appointment and with the members name written.
- 26.3. The member appointing the proxy may give specific directions as to how the proxy is to vote on their behalf, otherwise the proxy may vote on behalf of the member in any matter as they see fit.
- 26.4. Notice of a general meeting given to a member under [Rule 25](#) must –
 - a. State that the member may appoint another member as a proxy for the meeting; and
 - b. Include a copy of any form that the Board has approved for the appointment of a proxy.
- 26.5. If the Board has approved a form for the appointment of a proxy, the member may use any other form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.
- 26.6. A form appointing a proxy must be given in person to the Public Officer, or person the Board determines, of the meeting before or at the commencement of the meeting.
- 26.7. A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Public Officer, or person the board determines, no later than 24 hours before the commencement of the meeting.

27. Use of technology

- 27.1. The Board may hold its meetings and/or agree to resolutions using technology and methods approved by the Board.
- 27.2. A member not physically present at a general meeting, including the Annual General Meeting, may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- 27.3. For the purpose of this Part, a member participating in a general meeting as permitted under sub-Rule 27.1 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

28. Quorums at general meetings

- 28.1. No business may be conducted at a general meeting unless a quorum of members is present at the time when the meeting considers that business.
- 28.2. The quorum for a general meeting is the presence (physically, by proxy or as allowed under rule 38) of 20 members entitled to vote.
- 28.3. If a quorum is not present within 30 minutes after the notified commencement time of a general meeting –
 - a. In the case of a meeting convened by, or at the request of, members under [Rule 24](#) – the meeting must be dissolved;
 - b. In any other case –
 - i. The meeting must be adjourned to a date not more than 21 days after the adjournment; and in all other cases shall stand adjourned to the same day in the next week, at the same time and (unless another place is specified by the chairperson of the meeting at the time of the adjournment by written notice to members given before the date at which the meeting is adjourned) at the same place, and
 - ii. If at the adjourned meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.
 - iii. If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under sub-rule 28.3.b, the members present at the meeting (if not fewer than 3) may proceed with the business of the meeting as if a quorum were present.
 - c. Notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.

29. Voting at general meetings

- 29.1. On any question arising at a general meeting –
 - a. Subject to sub-rule 29.3, each member who is entitled to vote has one vote; and
 - b. Members may vote personally or by proxy; and
 - c. Except in the case of a special resolution, the question must be decided on a majority of votes.
- 29.2. If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- 29.3. If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at the meeting may vote.

30. Determining whether resolution is carried

- 30.1. Subject to subsection 31.2, the chairperson a general meeting may, on the basis of a show of hands, declare that a resolution has been –
 - a. Carried; or
 - b. Carried unanimously; or
 - c. Carried by a particular majority; or
 - d. Lost
- 30.2. And an entry to that effect in the minutes of the meeting is conclusive proof of that fact.

31. Taking a Poll

- 31.1. If a poll (where votes are cast in writing) is demanded by three or more members on any question –
 - a. The poll must be taken at the meeting in the manner determined by the chairperson of the meeting; and
 - b. The chairperson of the meeting must declare the result of the resolution on the basis of the poll

- 31.2. A poll demanded on the election of the chairperson of the meeting or on a question of an adjournment must be taken immediately.
- 31.3. A poll demanded on any other question must be taken before the close of the meeting at a time determined by the chairperson.

32. Minutes of general meeting

- 32.1. The Minutes of proceedings of an Annual General Meeting are to be kept, in the minute book of the Association, by the Public Officer or, in the absence from the meeting of the Public Officer, by an officer of the Association who is nominated by the chairperson of the meeting.
- 32.2. The Board must ensure that minutes are taken and kept of each general meeting.
- 32.3. The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- 32.4. In addition, the minutes of each Annual General Meeting must include –
 - a. The names of the members attending the meeting; and
 - b. Proxy forms given to the Public Officer under [Rule 26.5](#); and
 - c. The financial statements submitted to the members in accordance with [Rule 70](#) and
 - d. The certificate signed by President and Treasurer certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
 - e. Any audited accounts and auditor’s report or report of a review accompanying the financial statements that may be required under the Act or requested by the Board.

33. Determination of questions at General Meetings

- 33.1. A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chair that a resolution has, on show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, and an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of votes recorded in favour of, or against that resolution.

34. Adjournment of general meetings

- 34.1. The Chair of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 34.2. Where a meeting is adjourned for 14 days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.
- 34.3. Except as provided in the foregoing provision of this rule, it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Part 5 – Board

Division 1 – Powers of Board

35. Roles and Powers of Board

- 35.1. The Board –
 - a. Shall control and manage the business and affairs of the Association;
 - b. May, subject to these rules, exercise all such powers and functions as may be exercised by the Association, other than those powers and functions that are required by these rules to be exercised by General Meetings of members of the Association; and

- c. Subject to the Act and these rules, has power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Association.
- d. Establish Sub-Committees consisting of members with terms of reference it considers appropriate.

36. Delegation

- 36.1. The Board may delegate to a member of the Board, a Sub-Committee or staff, any of its powers and functions other than –
 - a. This power of delegation; or
 - b. A duty imposed on the Board by the Act or any other law.
- 36.2. The delegation must be in writing and may be subject to the conditions and limitations the Board considers appropriate.
- 36.3. The Board may, in writing, revoke a delegation wholly or in part.
- 36.4. The Officers of the Association shall constitute an Executive Board which may issue instructions to the Public Officer and the servants of the Association in matters of urgency connected with the management of the affairs of the Association during the interval between meetings of the Board, and where any such instructions are issued shall report thereon to the next meeting of the Board.
- 36.5. The Officers of the Association cannot instruct the Public Officer or the servants to undertake any action that would contravene the Constitution of the Association, or any legal obligations associated with their position.

Division 2 – Composition of Board and duties of members

37. Composition of the Board of the Association

- 37.1. The Executive Officers of the Association shall be:
 - a. President
 - b. Vice-President
 - c. Secretary
 - d. TreasurerAnd shall be elected as per [Rule 44](#) and [Rule 45](#).
- 37.2. The Board of the Association may as it sees fit appoint other Board members to serve on the Executive Board in an ex officio capacity by nominating such appointments at a General Meeting and such nominations being seconded.
- 37.3. The Board of the Association shall consist of the Executive Board as defined in this rule plus a maximum of eight other Board members.

38. General duties

- 38.1. As soon as practicable after being elected or appointed to the Board, each Board member must become familiar with these Rules, the Act and Code of Conduct for Board members.
- 38.2. The Board is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Board comply with these Rules.
- 38.3. Board members must exercise their powers and discharge their duties with reasonable care and diligence.
- 38.4. Board members must exercise their power and discharge their duties –
 - a. In good faith in the best interests of the Association; and
 - b. For the proper purpose.
- 38.5. Board members and former Board members must not make improper use of their position or information acquired by virtue of holding their position so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

38.6. In addition to any duties imposed by these Rules, a Board member will be required to perform any other duties imposed from time to time by resolution at a general meeting.

39. Eligibility to be a Board member

- 39.1. A financial member is eligible to be elected or appointed as a Board member.
- 39.2. An Honorary Life Member is eligible to nominate for a Board position whilst fulfilling the obligations of Rule 12.1(c) and if elected and appointed as a Board member have the same obligations and voting rights as all other Board members.

40. Positions to be declared vacant

- 40.1. Each Officer of the Association shall hold office until the Annual General Meeting next after the date of their election but is eligible for re-election.
- 40.2. This rule applies to –
 - a. The first Annual General Meeting of the Association after its incorporation; and
 - b. any subsequent Annual General Meeting of the Association, after the annual report and financial statements of the Association have been received.
- 40.3. The chairperson of the meeting must declare all positions on the Board vacant and hold elections for those positions in accordance with [Rules 45 to Rule 47](#).
- 40.4. All sub-committee positions appointed prior to an Annual General Meeting become vacant at the same time as the declaration in [Rule 48.1](#).

41. President and Vice-President

- 41.1. Subject to sub-rule 41.2, the President or, in the President's absence, the Vice-President is the chairperson for any general meetings and for any Board meetings.
- 41.2. Except when chairing a meeting, the President shall only use the title of President.
- 41.3. If the President and the Vice-President are both absent, or are unable to preside, the chairperson of the meeting must be –
 - a. In the case of a general meeting – a member elected by the members present; or
 - b. In the case of a Board meeting – a Board member elected by the other Board members present.

42. Secretary

- 42.1. The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated Association.
- 42.2. The function and legal obligations of the Association associated with the office of Public Officer is, unless alternatively appointed by the Board at an Annual General Meeting, assigned to the Secretary.
- 42.3. The Secretary must –
 - a. Keep custody of the common seal of the Association and, except for the financial records referred to in [Rule 69](#), all books, documents and securities of the Association in accordance with [Rule 77](#); and
 - b. Subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - c. Perform any other duty or function imposed on the Secretary by these Rules.
- 42.4. The Secretary must give to the Registrar the lodgement of the annual return.

43. Treasurer

- 43.1. The Treasurer must –
 - a. Receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and

- b. Ensure that all moneys received are paid into the account of the Association within five working days after receipt; and
 - c. Make any payments authorised by the Board or by a general meeting of the Association from the Association's funds; and
 - d. Ensuring the financial delegations and bank signatories are instigated within one month of the Annual General meeting.
- 43.2. The Treasurer must –
- a. Ensure that the financial records of the Association are kept in accordance with the Act; and
 - b. Coordinate the preparation of the financial statements of the Association and their certification by the Board prior to their submission to the Annual General Meeting of the Association.
 - c. Maintain the register of members in accordance with [Rule 13](#);
- 43.3. The Treasurer must ensure that at least one other Board member has access to the accounts and financial records of the Association.

Division 3 – Election of Board members and tenure of office

44. Nominations

- 44.1. Nominations of candidates for election as Officers of the Association or as members of the Board;
- a. Shall be advertised by the Board through approved Association communication channels as per [Rule 25.1](#). Such instructions will include directions to complete nomination form and approved means of returning the form.
 - b. Shall be made in writing signed by two financial members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - c. Shall be delivered to the Public Officer of the Association by 6pm on the twenty-first day preceding the date fixed for the holding of the Annual General Meeting by mail or electronic means.
 - d. The candidate must be a current financial member ([Rule 12.1](#)), or an honorary life member (Rule 12.2) who also meets the criteria of 12.1(c) on the day they nominate for a Board position.
 - e. Where more than one nomination is received for a Board Executive position, or where more nominations are received than the number of ordinary board member positions, the Public Officer shall
 - i. appoint a person, who is not nominated for a Board position, to be the Returning Officer who will hold all votes received in-confidence until the election commences at the Annual General Meeting;
 - ii. Ensure the Returning Officer is furnished with a current membership list in order to verify the vote can be counted;
 - iii. announce to all members the requirement to hold a vote for those positions by at least two forms of communication;
 - iv. circulate to all members a voting form identifying the position being voted on, the candidate names, the requirement to enable the voter to be identified, the returning officer email address and the date/time to be returned via email for members not attending the Annual General Meeting.
 - v. Ensure the Returning Officer is available to receive all voting forms delivered in person 24 hours prior to the Annual General Meeting commencing.

45. Election of Board Executive

- 45.1. At the Annual General Meeting, separate elections must be held for each of the following positions annually –
 - a. President;
 - b. Vice-President
 - c. Secretary;
 - d. Treasurer.
- 45.2. The election will be overseen by an independent person who is neither an existing Board member at the Annual General Meeting nor a candidate for election.
- 45.3. If only one member is nominated for the position, the chairperson of the meeting must declare the member elected to the position.
- 45.4. If more than one nomination is received for any one Officer of the Association position a ballot shall be held in accordance with [Rule 47](#) to determine the person to be elected to that position.
- 45.5. The Board shall determine by ordinary resolution, the appointment of any vacant Executive Board position from the existing Board members.
- 45.6. Where the position of President is subject to a ballot, the period of time between the out-going President vacating the chair and the incoming President residing, the Returning Officer shall be the chairperson only for the purpose of completing the ballot and announcing the incoming President.
 - a. Upon completion of the ballot the newly elected President will take the chair.

46. Election of ordinary Board members

- 46.1. A single election may be held to fill all of those positions.
- 46.2. The election will be overseen by an independent person who is neither an existing Board member at the Annual General Meeting nor a candidate for election.
- 46.3. If the number of nominations exceeds the number of vacancies to be filled for Ordinary Board members, a ballot shall be held.
- 46.4. If the number of nominations received for Board members is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 46.5. If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting or the Board may leave those positions unfilled and consider them to be a casual vacancy that can be filled under [Rule 50](#).
 - a. The chairperson of the meeting must call for nominations to fill that position.
 - b. An eligible member of the Association may –
 - i. Nominate themselves; or
 - ii. With the member's consent, be nominated by another member
 - iii. Where the numbers nominated exceed the positions vacant, a ballot shall be held.

47. Ballot

- 47.1. Where the ballot is required to occur, the process shall be that outlined in the Board election Process Policy that is in place at the time immediately preceding such need for one to occur.
- 47.2. At the conclusion of the ballot, the outcome shall be disclosed by the Returning Officer including the number of votes cast for each nomination.

48. Term of office

- 48.1. Subject to sub-rule 48.3 and [Rule 50](#), all Executive Board members and Ordinary Board Members, holds office until the positions of the Board are declared vacant at the next Annual General Meeting.
- 48.2. A Board member may be re-elected.
- 48.3. A general meeting of the Association may –

- a. By special resolution remove a board member from office; and
 - b. Elect an eligible member of the Association to fill the vacant position in accordance with this Division.
- 48.4. A member who is the subject of a proposed special resolution under sub-rule 48.3.a. may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.

49. Vacation of office

- 49.1. For the purposes of these rules, the office of an Officer of the Association is vacant if the Officer or Board member
- a. Resigns from the Board by written notice under their own hand addressed to the Board;
 - b. Ceases to be a Volunteer Ambulance Officer;
 - c. Dies;
 - d. Becomes bankrupt or applies to take or takes advantage of any law related to bankrupt or insolvent debtors or compounds with their creditors, or makes any assignment of their estate for their benefit;
 - e. Becomes a represented person within the meanings of the *Guardianship and Administration Act, 1995*;
 - f. Ceases to be ordinarily resident in the State of Tasmania;
 - g. Fails, without leave granted by the Board, to attend, with reference to [Rule 59](#), three consecutive meetings of the Board or fulfil the obligations of the appointed position;
 - h. Ceases to be a member of the Association; or
 - i. Fails to pay all subscriptions or arrears due by them within fourteen days after they have received a notice in writing signed by the Treasurer stating that they have ceased to be a financial member of the Association; or
 - j. Completes their term of appointment from one Annual General Meeting to the next.

50. Filling casual vacancies

- 50.1. In the event of a casual vacancy occurring in an Executive Officer position, the Board must
- a. First offer concurrently the casual vacancy to all existing Board members;
 - b. If the casual vacancy remains unfilled after sub-rule 50.1.a., the Board may advertise the vacancy to financial members and appoint an eligible member of the Association.
- 50.2. In the event of a casual vacancy occurring on the Board, the Board may, subject to Rule 39.2, appoint an eligible member of the Association to fill a position on the Board, Rule 50.6 applies to any Board member appointed by the Board under [Rule 51](#).
- 50.3. If the position of Secretary becomes vacant, the Board must appoint a member to the position within 14 days after the vacancy arises.
- 50.4. [Rule 49](#) applies to any Board member appointed by the Board under sub-rule 50.1 and 50.2.
- 50.5. The Board may continue to act despite any vacancy in its membership.
- 50.6. Casual vacancies shall expire at the same time as all Board positions are declared vacant at an Annual General Meeting for the purpose for holding an election.

51. Appointment of Sub-Committees

- 51.1. The Board may at any time appoint a Sub-Committee from the Board as per the Appointment of Sub-Committee Policy in place at the time directly preceding such a sub-committee appointment.

Division 4 – Meetings of Board and Sub-Committees

52. Notice of Meetings

- 52.1. Written notice of each Board meeting shall be served on each member of the Board by delivering to them -
 - a. Notice of each Board meeting must be given to each Board member no later than seven days before the date of the meeting.
 - b. Notice may be given of more than one Board meeting at the same time.
 - c. The notice must state the date, time and place of the meeting.
 - d. Notice shall include a copy of all relevant Board papers that will be discussed at the meeting.
- 52.2. If a Special Board meeting is convened, the notice must include the general nature of the business to be conducted.

53. Meetings of Board Executive

- 53.1. A quorum for an Executive meeting is three Executives. Where a quorum cannot be met, the meeting shall be scheduled to a date/time when a quorum can be present.
- 53.2. Minutes from the Executive meeting are to be circulated to all Board members.
- 53.3. Executive meetings can be called to
 - a. Discuss urgent issues that cannot wait until the next Board Meeting or scheduled Executive meeting; or
 - b. Meetings as required to undertake the Executive business of the Association.
- 53.4. Executive meetings that determine an outcome or resolution must be documented in an Executive Meeting Minute.
- 53.5. A schedule of Executive meetings for the financial year shall be circulated as soon as practical after the Annual General Meeting by the Secretary.
- 53.6. Executive meetings shall only be attended by Executives, except where –
 - a. Invitations, including timeframe and agenda items, have been extended; or
 - b. individuals or groups have requested to discuss specific agenda items.

54. Meetings of Board

- 54.1. The Board shall meet at least twice per year at such place and at such times as the Board may determine for the purpose of holding a Board meeting.
- 54.2. A schedule of Board meetings for the financial year shall be circulated as soon as practical to Board members after the Annual General Meeting by the Secretary.
- 54.3. Board meetings shall only be attended by Board members, except when
 - a. The Board has agreed in advance to individuals or groups attending, and
 - b. Invitations, including timeframe and agenda items, have been provided.

55. Procedures and order of business

- 55.1. The agenda procedures to be followed at a meeting of the Board must be determined from time to time by the Board but shall include:
- 55.2. The order of General business may be determined by the members present to maximise meeting productivity.
- 55.3. Striking of the annual subscription for the next financial year must be included in the Agenda for a Board meeting preceding the end of a current financial year.

56. Adjournments of Board meetings

- 56.1. Where the business of a Board meeting is unable to be concluded on the day and in the time allotted for the meeting, the Board may unanimously decide to continue the meeting to discuss the remaining business.

- a. Where a meeting is to continue at another time, the Board shall agree on a day and time of not more than 21 days and the Secretary shall advise in writing of the location, date and time.
- b. Only the matters that remain outstanding from the Board meeting may be discussed at the adjourned meeting.

57. Special Meetings of the Board

- 57.1. Special Meeting of the Board may be convened by the President or any of the other three Executive Board members at any time, provided that the appropriate notice is given as per Rule 52.1.
 - a. In cases of urgency, a meeting can be held without notice being given in accordance with [Rule 52](#) provided that as much notice as practicable is given to each Board member by the quickest means practicable.
 - b. Notice shall be given to all Board members specifying the general nature of the business to be transacted; and
 - c. The only business that may be conducted at a Special Meeting of the Board is the business for which the meeting was convened.
 - d. Any resolution made at the meeting must be passed by an absolute majority of the Board.
 - e. The chairperson for the meeting will be in accordance with Rule 41.3.
- 57.2. Questions arising at meetings of the Board, shall be determined on a show of hands or secret ballot, or via a vote on an electronic forum.
- 57.3. A declaration by the Chair that a resolution has, on show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, and an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of votes recorded in favour of, or against that resolution.

58. Quorum – Board meetings or Sub-Committee meetings

- 58.1. No business may be conducted at a Board meeting unless a quorum is present.
- 58.2. A quorum for a Board meeting or Special meeting of the Board is constituted by any six members of the Board personally present or attending in accordance with [Rule 59](#) for the transaction of business of a meeting of the Board.
- 58.3. If a quorum is not present within 30 minutes after the notified commencement time of a Board meeting –
 - a. In the case of a special meeting – the meeting lapses;
 - b. In any other case – the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date, place to which the meeting is adjourned must be given in accordance with [Rule 56](#).
 - c. When a vote is taken via electronic forum, at least seven days should be allocated for voting, and a quorum of six Board members must vote within the prescribed period.
- 58.4. Three appointed members of a Sub-Committee constitute a quorum at a meeting of the Sub-Committee.

59. Use of technology

- 59.1. A Board member who is not physically present at a Board meeting may participate in the meeting by the use of technology that allows that Board member and the Board members present at the meeting to clearly and simultaneously communicate with each other.
- 59.2. For the purpose of this Part, a Board member participating in a Board meeting as permitted under sub-rule 59.1 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

60. Voting

- 60.1. On any question arising at a Board meeting, each Board member present at a meeting (including the person presiding at the meeting) has one vote.
- 60.2. A motion is carried if a majority of Board members present at the meeting vote in favour of the motion.
- 60.3. A Board member who has a conflict of interest, as determined by the Code of Conduct at the time immediately preceding such a vote or motion is excluded from such counts to determine the Board members present.
- 60.4. If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- 60.5. Voting by proxy is not permitted.

61. Conflict of interest

- 61.1. A Board member who has a material personal interest in a matter being considered at a Board is required to adhere to the Code of Conduct Underpinning Policy in place at the time immediately prior to such matter being considered.

62. Disclosure of interest in contracts

- 62.1. A member of the Board who is interested in any contract or arrangement made or proposed to be made with the Association is required to adhere to the Code of Conduct underpinning Policy in such matters being considered.

63. Minutes of meetings

- 63.1. The Board must ensure that minutes are taken and kept of each Board meeting.
- 63.2. The minutes must record the following –
 - a. The names of the members in attendance at the meeting;
 - b. The business considered at the meeting;
 - c. Any resolution on which a vote is taken and the result of the vote;
 - d. Any material personal interest disclosed under [Rule 62](#).
- 63.3. Records of the Minutes of Meetings must be maintained, and properly backed up, for a period of seven years.

64. Leave of Absence

- 64.1. The Board may grant a Board member leave of absence from Board meetings for a period not exceeding three months.
- 64.2. The Board must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Board member to seek the leave in advance.

Part 7 – Financial Matters

65. Income and Property of the Association

- 65.1. The income and property of the Association however derived, shall be applied solely towards the promotion of the objects and purposes of the Association.
- 65.2. No portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any member of the Association.
- 65.3. The Association may –
 - a. Pay a person or member of the Association –
 - i. Remuneration in return for services rendered to the Association, or for goods supplied to the Association, in the ordinary course of business of the person or member; or
 - ii. Remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the person or member for any of the objects or purposes of the Association; or

- iii. Interest at a rate not exceeding the official cash rate on money lent to the Association by the person or member; or
 - iv. A reasonable amount by way of rent for premises, or a part of premises, let to the Association by the person or member; and
 - b. Pay a member of the Board remuneration in return for carrying out the functions of a member of the Board; and
 - c. Pay a member of a Sub-Committee remuneration in return for carrying out the functions of a member of the Sub-Committee; and
 - d. If so requested by or on behalf of any other association, organisation or body, appoint or nominate a member of the Association to an office in that other association, organisation or body.
- 65.4. Despite subrule 66.3 (a), (b) and (c), the Association is not to pay a person any amount under that subrule unless the Association or Board has first approved that payment.
- 65.5. Despite sub-rule 66.3.d., the Association is not to appoint or nominate a member of the Association under the sub-rule to an office in respect of which remuneration is payable unless the Association or Board has first approved –
- a. That appointment or nomination; and
 - b. The receipt of that remuneration by that member.

66. Cost reimbursements to Board members

- 66.1. The Board shall annually determine the rate to reimburse Board members for reasonable expenses incurred in attending required Board meetings.

67. Costs related to volunteers attended Association events or functions

- 67.1. Where the Board has capacity to reimburse costs of volunteers attending Association organised events, the value of the reimbursement will be determined annually by the Board.
- 67.2. The Board may charge a cost to members attending any Association program or event to remain within financial constraints
- a. The rate of such costs shall be determined annually by the Board;
 - b. Any variations of those costs require approval by the Board.

68. Financial records

- 68.1. The Association must keep financial records that –
- a. Correctly record and explain its transactions, financial position and performance; and
 - b. Enable financial statements to be prepared as required by the Act.
- 68.2. The Association must retain the financial records for seven years after the transactions covered by the records are completed.
- 68.3. The Treasurer must keep in their custody, or under their control –
- a. The financial records for the current financial year; and
 - b. Any other financial records as authorised by the Board.
- 68.4. True accounts shall be kept –
- a. Of all sums of money received and expended by the Association and the matter in respect of which the receipt or expenditure takes place; and
 - b. Of the property, credits and liabilities of the Association, and subject to any reasonable restrictions as to time and manner of inspecting them, may be imposed by the Association for the time being, these accounts shall be open to the inspection of the members of the Association.
- 68.5. The Public Officer of the Association shall ensure that all general records connected with the operations of the Association in such form and manner as the Board may direct are faithfully kept.

- 68.6. The Treasurer of the Association shall ensure that all financial records, accounting books, and records of receipts and expenditure connected with the operations of the Association in such form and manner as the Board may direct are faithfully kept.
- 68.7. The accounts, books, and records referred to in sub-rule 69.4 and 69.5 of this rule shall be kept at the Association's office or at such other place as the Board may decide.
- 68.8. Should the records and accounts be kept on electronic media on an Association computer, the storage media or method should be safe, backed up and accessible and shall not be so unduly restrictive as to prevent any person authorised by the Board from inspecting the same.
- 68.9. Should the records and accounts be kept on electronic media on a Board members personal computer or device, the information requested shall be downloaded and provided in an acceptable format.

69. Financial statements

- 69.1. For each financial year, the Board must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- 69.2. Without limiting sub-rule 70.1, those requirements include –
 - a. The preparation of the financial statements;
 - b. If required, the review or auditing of the financial statements;
 - c. The certification of the financial statements by the Board;
 - d. The submission of the financial statements to the Annual General Meeting of the Association;
 - e. The lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

70. Auditor

- 70.1. The Board may determine the requirements for a person as the Auditor of the Association.
- 70.2. A person so appointed shall hold office until the Annual General Meeting next after that at which they are appointed, and is eligible for reappointment.
- 70.3. If a casual vacancy occurs in the office of the Auditor during the course of a financial year of the Association, the Board may appoint a person as the Auditor and the person so appointed shall hold office until the next succeeding Annual General Meeting.

71. Audit of Accounts

- 71.1. Once in the financial year of the Association, the accounts of the Association may be examined by the Auditor if the Board requests.
 - a. The Associations Incorporated Model Rules Regulations 2007, determine any legal requirements for the Association to provide audited accounts.
- 71.2. Where the Board has requested audited figures, the Auditor shall certify as to the correctness of the accounts of the Association and their report shall be reported to members at the Annual General Meeting.
- 71.3. Members may also request a copy of any audited account.

72. Exemption under the Act

- 72.1. For any financial year that the Association is exempt from the requirements to be audited by virtue of section 24(IB) or (1C) of the Act –
 - a. An auditor is not required to be appointed for that financial year under rule 83 unless the Association elects to have the financial affairs of the Association for the financial year audited in accordance with the Act and these rules; and
 - b. If an auditor is not appointed for the financial year by virtue of paragraph (a) –
 - i. Rules 71 and Rule 72 do not apply in respect of the Association for that financial year; and
 - ii. Rule 15.5(e) does not apply in respect of the Annual General Meeting held by the Association in respect of that financial year.

- 72.2. For any financial year that the Association is exempt from the requirement to provide an annual return by virtue of section 24(1B) of the Act, the Board must provide, as part of the ordinary business of the Annual General Meeting for that financial year, a copy of the annual financial report given under the *Australian Charities and Not-for-profits Commission Act, 2012* of the Commonwealth in respect of that financial year.

Part 8 – General Matters

73. Seal of the Association

- 73.1. The seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircled with the word “Seal”.
- 73.2. The seal of the Association shall not be affixed to any instrument except by the authority of the Board, and the affixing thereof shall be attested by the signatures either of two members of the Board or of one member of the Board and of the Public Officer of the Association or such other person as the Board may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by the authority of the Board.
- 73.3. The seal shall remain in the custody of the Secretary.

74. Public Officer

- 74.1. The Board must appoint a person to be the Public Officer of the Association.
- 74.2. The function and legal obligations of the Association associated with the office of Public Officer is, unless alternatively appointed by the Board at an Annual General Meeting under a Special Resolution, assigned to the Secretary.
- a. The retiring Public Officer must notify the Consumer Building and Occupational Services of their resignation and the details of the incoming Public Officer.
- b. If the office of Public Officer of the Association at any time becomes vacant, the Board must, within 14 days after it becomes vacant, appoint a person to fill the vacancy.
- c. If the Board fails to comply, each member of the Board is guilty of an offence under the Act.
- 74.3. Where these Rules refers to the function of Secretary or Public Officer, they shall be read as being the same person except where the office of Public Officer is assigned to a person who is not also appointed as Secretary of the Association where only the functions that are legally obligated to be assigned to Public Officer shall be assigned to that office.
- 74.4. The Public Officer of the Association may hold any other office in the Association except the office of auditor.
- 74.5. A person is not eligible to be appointed as Public Officer unless the person has attained the age of 18 years and is resident in the State of Tasmania.
- 74.6. The office of Public Officer becomes vacant if the person holding that office –
- a. Dies;
- b. Becomes bankrupt, or applies to take or take advantage of any law relating to bankrupt or insolvent debtors or compounds with their creditors, or makes an assignment of their estate for their benefit;
- c. Is unable to perform the duties of the office competently;
- d. Resigns their office by writing under their hand addressed to the Board of the Association; or
- e. Ceases to be a resident in the State.
- 74.7. If the Public Officer changes their address, they shall, within 14 days after the change, give notice in writing to the Commissioner of the change, in default whereof he is guilty of an offence.
- 74.8. Within 14 days after a person is appointed as the Public Officer of the Association in the place of a person who has ceased to be the Public Officer thereof, the first-mentioned person shall give notice in writing to the Commissioner of their appointment and of their full name, address, and occupation, in default whereof he is guilty of an offence.

75. Website

- 75.1. The Association shall keep and maintain a website to keep members informed where the Association is financially viable to do so.
- 75.2. Contents of the website should include, inter alia –
 - a. Notices of forthcoming General and Annual General Meetings;
 - b. Officer's reports; and
 - c. Constitution
- 75.3. Access passwords for the website shall be held by the Public Officer.

76. Custody and inspection of books and records

- 76.1. Members may on written request inspect free of charge
 - a. The register of members;
 - b. The minutes of general meetings;
 - c. Subject to sub-rule 77.2, the financial records, books, securities and other relevant documents of the Association, including minutes of Board meetings.
- 76.2. The Board 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.
- 76.3. The Board must on request make copies of these rules available to members and applicants for membership free of charge.
- 76.4. Subject to sub-rule 77.2, a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- 76.5. For purposes of this rule, relevant documents mean the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following –
 - 76.5.1. Its membership records;
 - 76.5.2. Its financial statements;
 - 76.5.3. Its financial records;
 - 76.5.4. Records and documents relating to transactions, dealings, business or property of the Association.

77. Winding up and cancellation

- 77.1. The Association may be wound up voluntarily by special resolution.
- 77.2. If the Association's membership is below 20 members and [Rule 7.2](#) is not satisfied, then a meeting of members shall take place and if a special resolution is passed to wind up the Association, then that resolution will be valid for the purpose of winding up the Association and related matters.
- 77.3. In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.
- 77.4. Subject to the Act and any court order made under Section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the Association and which is not carried on for the profit or gain of its individual members.
- 77.5. The body to which the surplus assets are to be given must be decided by special resolution.

78. Changes to Rules of the Constitution

- 78.1. This Constitution may be amended by Special Resolution, if the intention to amend the Constitution has been specified in the notice of meeting.
- 78.2. Alterations of these Rules do not take effect unless or until it is approved by the Registrar, Consumer Building and Occupational Services, Tasmania.