

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

**Approved at Annual General Meeting 21<sup>st</sup> November 2010**

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## **Name of Association**

1. The name of the Association shall be The Volunteer Ambulance Officers Association of Tasmania Incorporated (in these rules called "the Association")

## **Interpretation**

- 2.(1) In these rules, unless the contrary intention appears:-  
"Board" means the Board of Management of the Association in accordance with rule 6;  
"General Meeting" means a General Meeting of members convened in accordance with rule 17 and 18;  
"Board person" means a member of the Board to whom rule 8 relates;  
"the Act" refers to the *Associations Incorporation Act 1964* as amended.
- 2.(2) In these rules, expressions referring to writing shall, unless the contrary intention appears, be construed as to include reference to printing, lithography, photocopy, electronic mail and other modes of representing or reproducing words in a visible form.
- 2.(3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the *Acts Interpretation Act 1931* and the Act as in force on the date on which these rules are adopted by the Association.

## **Association's Office**

3. The office of the Association shall be at the postal address of the Secretary in the State of Tasmania, or such other place as the Board may, from time to time, determine.

## **Objects and Purposes of the Association**

- 4.(1) In this rule, 'basic objects of the Association' means objects and purposes of the Association, as stated in the application under subsection (2) of section 7 of the Act for the Incorporation of the Association lodged with the Commissioner pursuant to that section. Specifically:

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

- 4.(2) The Association shall keep and maintain a website to keep members informed. Contents of this website should include, inter alia:-
  - (a) Notices of forthcoming General and Annual General Meetings;
  - (b) Minutes of previous General and Annual General Meetings;
  - (c) Audited financial statements;
  - (d) Officer's reports;
  - (e) Constitution/Rules of Association.

- 4.(3) 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 buying, selling and supplying of, and dealing in, goods of all kinds;
  - (c) The construction, maintenance, and alterations 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 such newspapers, periodicals, books, leaflets, websites, electronic forums or other documents as 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 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 78 (1) (a) 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 rules of the Association; 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.

### **Membership of Association**

- 5.(1)** A person who is approved for membership as provided by these rules is eligible for membership of the Association upon payment of the subscription as fixed under these rules.
- 5.(2)** A person may be admitted to membership upon completion of the prescribed application and lodgment with the Secretary.
- 5.(3)**
  - (a) The Board shall have power to declare any person an Honorary Member of the Association for the current year in appreciation of the services of that person to the Association;
  - (b) Any member of the Association may, at an Annual General Meeting or General Meeting be nominated and approved as an Honorary Life Member of the Association in appreciation of the services of that person to the Association;
  - (c) Persons who are currently registered as volunteers with an ambulance service are classed as Operational Members;
  - (d) Any other persons should be classed as Associate Members.
- 5.(4)**
  - (a) A member of the Association may, at any time, resign from the Association by delivering or sending by post to the Public Officer a written notice of resignation.
  - (b) A member shall be considered to have given notice that they no longer wish to be a member if after three reminders from the Association and the elapse of three months from the due date they fail to pay the current year's membership dues.

- 5.(5) Upon receipt of a notice under sub-rule (7) of this rule, the Public Officer shall remove the name of the member by whom the notice was given from the register of members, whereupon that member ceases to be a member of the Association.
5. (6) A right, privilege, or obligation of a person by virtue of his membership of the Association:-
- (a) Is not capable of being transferred or transmitted to another person; and
  - (b) Terminates upon the cessation of his membership, whether by death, resignation or otherwise.
- 5.(7) In the event of the Association being wound up:-
- (a) Every member of the Association; and
  - (b) Every person who, within the period of twelve months immediately preceding the commencement of the winding up, was a member of the Association, is liable to contribute to the assets of the Association for payment of the debts or liabilities of the Association and for the costs, charges and expenses of the winding up and for the adjustment of the rights of the contributors among themselves such sum, not exceeding 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.
  - (c) If upon the winding up or dissolution of the Association there remains, after satisfaction of all of its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the association and which is a fund, authority or institution approved by the Commissioner of Taxation as a fund, authority or institution referred to in Paragraph 78(1)(a) of the *Income Tax Assessment Act, 1936*.

#### **Affairs of the Association to be managed by Board**

- 6.(1) The affairs of the Association shall be managed by a Board of Management constituted as provided in rule 8, and elected in accordance with rule 9.
6. (2) 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.

7.(1) The Officers of the Association shall be:-

- (a) President
- (b) Vice-President
- (c) Secretary
- (d) Treasurer

and shall be elected as per rule 9.

7.(2) 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.

7.(3) In the event of a casual vacancy occurring in any office mentioned in sub-rule (1) of this rule, the Board may appoint one of its members to the vacant office, and the member so appointed may continue up to and including the conclusion of the Annual General Meeting next following the date of their appointment.

7.(4) The Officers of the Association shall constitute an Executive Committee, 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.

7.(5) The Board may as it sees fit appoint other Board members to serve on the Executive Committee in an ex officio capacity.

### **Composition of the Board**

8.(1) The Board of the Association shall consist of the Executive of the Association as defined in Rule 7(4) plus eight other members.

8.(2) No less than three quarters of the Board members should be Operational Members.

8.(3) In the event of a casual vacancy occurring on the Board, the Board **may** subject to Rule 8.(2) appoint a member of the Association to fill the vacancy and the member so appointed shall hold office until the expiration of conclusion of the next Annual General Meeting.

## **Election of Members of the Board**

- 9.(1)** Nominations of candidates for election as Officers of the Association or as members of the Board:-
- (a) 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
  - (b) Shall be delivered to the Public Officer of the Association at least ten days before the date fixed for the holding of the Annual General Meeting.
- 9.(2)** 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.
- 9.(3)** If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 9.(4)** If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- 9.(5)** A ballot for the election of members of the Board and Officers shall be conducted at the Annual General Meeting in such usual and proper manner as the Board may direct.

## **Vacation of Office**

- 10.** For the purposes of these rules, the office of an Officer of the Association or a member of the Board person becomes vacant if the Officer or Board member:-
- (a) Dies;
  - (b) Becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with their creditors, or makes any assignment of his estate for their benefit;
  - (c) Becomes of unsound mind;
  - (d) Resigns their office by writing under their own hand addressed to the Board;
  - (e) Ceases to be a resident in the State;
  - (f) Fails, without leave granted by the Board, to attend, with reference to 11(1)(b), three consecutive meetings of the Board;
  - (g) Ceases to be a member of the Association; or

- (h) Fails to pay all arrears of subscriptions due by them within fourteen days after they have received a notice in writing signed by the Public Officer stating that they have ceased to be a financial member of the Association.

### **Meetings of the Board and Sub Committee**

- 11.(1)** (a) The Board shall meet in person at least twice per year at such place and at such times as the Board may determine.
  - (b) A member of the Board may attend meetings by telephone, videoconference or similar technology, and their vote should count as if they were attending in person.
  - (c) The Board may also use online forums or similar technology to conduct meetings and decide issues.
  - (d) A full record of these discussions and decisions taken under Rule 11(1)(c) shall be kept in such a form and manner as the Board may direct.
- 11.(2)** A Special meeting of the Board may be convened by the President, or any four of its members.
- 11.(3)** Notice shall be given to members of the Board specifying the general nature of business to be transacted and no other business shall be transacted at such a meeting.
- 11.(4)** Any six members of the Board personally present or attending in accordance with Rule 11.(1)(b) and (c) constitute a quorum for the transaction of business of a meeting of the Board.
- 11.(5)** (a) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall lapse.
- (b) Where 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.
- 11.(6)** At meetings of the Board, the President, or in his absence the Vice President or if both are absent, one of the remaining members of the Board as may be chosen by the members present, shall preside.
- 11.(7)** Questions arising at meetings of the Board, or any sub Committee appointed by the Board, shall be determined on a show of hands or secret ballot, or via a vote on an electronic forum.



- 11.(8)** Each member of the Board present (including the person presiding at the meeting) is entitled to one vote and in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 11.(9)** Written notice of each Board meeting shall be served on each member of the Board by delivering to them at a reasonable time before the meeting or by sending it by post in a prepaid letter addressed to them at their last known place of abode, or by sending by electronic mail to the last recorded address of the member in time to reach them in the due course of delivery before the meeting.

### **Appointment of Sub-Committees**

- 12.(1)** The Board may at any time appoint a Sub-Committee from the Board and nominate a Convenor as it may think fit and shall prescribe the powers and functions thereof.
- 12.(2)** The Board may co-opt as members of a Sub-Committee such persons as it thinks fit, whether or not those persons are members of the Association, but a person so co-opted is not entitled to vote unless they are a member of the Association.
- 12.(3)** Three appointed members of a Sub-Committee constitute a quorum at a meeting of the Sub-Committee.
- 12.(4)** The Public Officer of the Association is responsible for calling meetings of the Sub-Committee. This responsibility may be exercised through delegation to the appointed Sub Committee Convenor.
- 12.(5)** Written notice of each Sub-Committee meeting shall be served on each member of the Sub-Committee by delivering to them at a reasonable time before the meeting or by sending it by post in a prepaid letter addressed to them at their last known place of abode, or by sending by electronic mail to the last recorded address of the member; in time to reach them in the due course of delivery before the meeting.

### **Disclosure of Interest in Contracts**

- 13.(1)** A member of the Board who is interested in any contract or arrangement made or proposed to be made with the Association shall disclose their interest at the first meeting of the Board at which the contract or arrangement is first taken into consideration, if his interest then exists, or, in any other case, at the first meeting of the Board after the acquisition of his interest.
- 13.(2)** If a member of the Board becomes interested in a contract or arrangement after it is made or entered into they shall disclose their interest at the first meeting of the Board after they become so interested.

- 13.(3)** No member of the Board shall vote as a member of the Board in respect of any contract or arrangement in which they are interested and if they so vote their vote shall not be counted.

### **Income and Property of the Association**

- 14.(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 and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any member of the Association.

- 14.(2)** The Association shall not:-

- (a) Appoint a person who is a member of the Board to any office in the gift of the Association to the holder of which there is payable any remuneration by way of salary, fees or allowances; or
- (b) Pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out of pocket expenses).

- 14.(3)** Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member of the Association of:-

- (a) Remuneration in return for services actually rendered to the Association by the servant or member, or for goods supplied to the Association by the servant or member in the ordinary course of business;
- (b) Interest at a rate not exceeding the current Federal or Australian bond rate on moneys lent to the Association by the servant or member; or
- (c) A reasonable and proper sum by way of rent for the premises let to the Association by the servant or member.

### **Accounts, Receipts and Expenditure etc.**

- 15.(1)** 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.

- 15.(2)** The Public Officer of the Association shall faithfully keep all general 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.

- 15.(3)** The accounts, books, and records referred to in sub-rule (1) and (2) of this rule shall be kept at the Association's office or at such other place as the Board may decide.
- 15.(4)** Should the records and accounts be kept on electronic media, the storage media or method should be safe and accessible and shall not be so unduly restrictive as to prevent any person authorised by the Board from inspecting same.

### **Banking and Finance**

- 16.(1)** The Treasurer of the Association shall, on behalf of the Association, receive all moneys paid to the Association and forthwith after the receipt thereof issue official receipts therefore.
- 16.(2)** 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.
- 16.(3)** The Board may receive from the Association's bank or bankers for the time being the cheques 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 cheques or the surrender thereof to the Association.
- 16.(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 cheque drawn on the Association's bank account, but the Board may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the Board may impose.
- 16.(5)** No cheques shall be drawn on the Association's bank account except for the payment of expenditure that has been authorised by the Board.
- 16.(6)** All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by any two Executive Committee members nominated for that purpose.

### **Notice of Annual General or Special General Meetings**

- 17.(1)** The Public Officer of the Association shall, at least twenty eight 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 and sent via electronic mail to the last known email address of all registered members, except as per clause 17(2), a notice specifying the place, day and time for the holding of the meeting, and the nature of the business to be transacted thereat.

- 17.(2) Where members have notified the Secretary that they wish to receive Association communications by regular mail they should be sent notice of the Annual General or Special General Meeting by post in a pre paid envelope.

### **Annual General Meeting**

- 18.(1) The Association shall in each year, hold an Annual General Meeting.
- 18.(2) The Annual General Meeting shall be held on such day (being not later than three months after the close of the financial year of the Association) as the Board may determine.
- 18.(3) The Annual General Meeting shall be in addition to any other General Meeting that may be held in the same year.
- 18.(4) The Annual General Meeting shall be specified as such in the notice convening it.
- 18.(5) The ordinary business of the Annual General Meeting shall be:-
- (a) To confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting;
  - (b) To receive from the Board, Auditor, and servants of the Association, reports upon the transactions of the Association during the last preceding financial year;
  - (c) To elect members to the vacant positions on the Board;
  - (d) To appoint the Auditor and determine his remuneration;
  - (e) To determine the remuneration of the servants of the Association;
  - (f) Strike the annual subscription; and
  - (g) Transact any other business as the Chair may permit.
- 18.(6) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.

### **Special General Meetings**

- 19.(1) The Board may, whenever it thinks fit, convene a Special General Meeting of the Association.
- 19.(2) The Board shall, on the requisition in writing of not less than six members, convene a Special General Meeting of the Association.

- 19.(3)** A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the requisitionists 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 requisitionists.
- 19.(4)** If the Board does not cause a Special General Meeting to be held within twenty one days from the date on which the requisition thereof is deposited at the office of the Association, the requisitionists, 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.
- 19.(5)** 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, and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring them.

### **Business and Quorum at General Meetings**

- 20.(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 special business.
- 20.(2)** No item of business shall be transacted at the General Meeting unless a quorum of members entitled under these rules to vote is personally present during the time when the meeting is considering that item.
- 20.(3)** Twenty members personally present (being members entitled under rules to vote thereat) constitute a quorum for the transaction of business of a General Meeting.
- 20.(4)** If within 30 minutes after the appointed time for the commencement of the General Meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; and in all other case shall stand adjourned to the same day in the next week, at the same time and (unless another place is specified by the Chair 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 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.

### **President to Preside at General Meeting**

- 21.(1)** The President, or in his absence, the Vice-President, shall preside as the Chair at every General Meeting.

- 21.(2) If the President and Vice-President are absent from a General Meeting, the members present shall elect one of their number to preside as the Chair thereat.

### **Adjournment of General Meetings**

- 22.(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.
- 22.(2) Where a meeting is adjourned for fourteen days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.
- 22.(3) Except as provided in the foregoing provisions 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.

### **Determination of Questions at General Meetings**

23. 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 result of the show of hands a poll is demanded, a declaration by the Chair that a resolution has, on a 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.

### **Votes**

- 24.(1) Upon a question arising at a General Meeting of the Association, a member has one vote only.
- 24.(2) All votes shall be given personally or by written proxy signed by the member not present.
- 24.(3) In the case of an equality of voting on a question the Chair of the meeting is entitled to exercise a second or casting vote.

### **Taking of Poll**

25. If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the Chair may direct and the result of the poll shall be deemed to be the resolution of the meeting on that question.
26. A poll that is demanded on the election of the Chair, or on a question of adjournment, shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chair may direct.

## **Auditor**

- 27.(1)** At the Annual General Meeting of the Association, the members present shall appoint a person as the Auditor of the Association.
- 27.(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 re-appointment.
- 27.(3)** If an appointment is not made at an Annual General Meeting the Board shall appoint an Auditor of the Association for the then current financial year of the Association.
- 27.(4)** The Auditor may only be removed from office by a special resolution.
- 27.(5)** If a casual vacancy occurs in the office of 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.

## **Audit of Accounts**

- 28.(1)** Once at least in each financial year of the Association, the accounts of the Association shall be examined by the Auditor.
- 28.(2)** The Auditor shall certify as to the correctness of the accounts of the Association and shall report thereon to the members present at the Annual General Meeting.
- 28.(3)** In their report, and in certifying the accounts, the Auditor shall state:-
  - (a) Whether they have obtained the information required by them;
  - (b) Whether, in their opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association according to the information at their disposal and the explanations given to them and as shown by the books of the Association; and
  - (c) Whether the rules relating to the administration of the funds of the Association have been observed.
- 28.(4)** The Public Officer of the Association shall cause to be delivered to the Auditor, a list of all the accounts, books and records of the Association.
- 28.(5)** The Auditor:-
  - (a) Has a right of access to the accounts, books, records, vouchers, and documents of the Association;

- (b) May require from the servants of the Association such information and explanation as may be necessary for the performance of their duties as Auditor;
- (c) May employ persons to assist them in investigating the accounts of the Association; and
- (d) May, in relation to the accounts of the Association, examine any member of the Board or any servant of the Association.

### **Annual Subscription**

- 29.(1)** The annual subscriptions payable by members shall be fixed by the elected Board each year at the Annual General Meeting of the Association.
- 29.(2)** The amount of the annual subscription may be altered from time to time by the members by special resolution.
- 29.(3)** The annual subscription of a member is due and payable on or before the first day of the financial year of the Association.

### **Financial Year**

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

### **Notices**

- 31.** A notice may be served by or on behalf of the Association upon any member, personally, by sending it through the post in a pre-paid letter addressed to the member at his usual or last-known place of abode, or by electronic mail to the last known email address.

### **Expulsion of Members**

- 32.(1)** Subject to this rule, the Board may expel a member from the Association if, in the opinion of the Board, the member has been guilty of conduct detrimental to the interests of the Association.
- 32.(2)** The expulsion of a member pursuant to sub-rule (1) of this rule does not take effect:-
  - (a) Until the expiration of fourteen days after the service on the member of a notice under sub-rule (3) of this rule; or
  - (b) If the member exercises his right of appeal under this rule, until the conclusion of the special general meeting convened to hear the appeal, whichever is the later date.



- 32.(3)** Where the Board expels a member from the Association, the Public Officer of the Association shall, without undue delay, cause to be served on the member a notice in writing:-
- (a) By sending it through the post in a pre-paid letter addressed to the member at their last known place of abode;
  - (b) Stating that the Board has expelled the member;
  - (c) Specifying the grounds for the expulsion; and
  - (d) Informing the member that if they so desire, they may, within fourteen days after the service of the notice on them, appeal against the expulsion as provided in this rule.
- 32.(4)** A member on whom notice under sub-rule (3) of this rule is served may appeal against the expulsion to a Special General Meeting by delivering or sending by post to the Public Officer of the Association, within fourteen days after the service of that notice, a requisition in writing demanding the convening of such a meeting for the purpose of hearing their appeal.
- 32.(5)** Upon receipt of a requisition under sub-rule (4) of this rule, the Public Officer shall forthwith notify the Board of its receipt and the Board shall thereupon cause a Special General Meeting of the members to be held within twenty-one days after the date on which the requisition was received by the Public Officer.
- 32.(6)** At a Special General Meeting convened for the purpose of this rule:-
- (a) No business other than the question of the expulsion shall be transacted;
  - (b) The Board may place before the meeting details of all grounds of the expulsion and the Board's reasons for the expulsion;
  - (c) The expelled member shall be given the opportunity to be heard; and
  - (d) The members present shall vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.
- 32.(7)** If at the Special General Meeting a majority of members present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled member is entitled to continue their membership of the Association.
- 32.(8)** If at the Special General Meeting a majority of members present vote in favour of the confirmation of the expulsion, the expulsion takes effect and the expelled member ceases to be a member of the Association.

## **Disputes**

- 33.(1)** Subject to this rule, a dispute between a member of the Association, in their capacity as a member, and the Association shall be determined by arbitration in accordance with the provisions of the Arbitration Act 1892.
- 33.(2)** Nothing in this rule affects the operation or effect of rule 32.

## **Seal of the Association**

- 34.(1)** The seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircled the word "Seal".
- 34.(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.
- 34.(3)** The seal shall remain in the custody of the Public Officer.

## **Changes to Rules of the Constitution**

- 35.** Any changes to these rules of the Constitution can only be made by Special Resolution at the Annual General Meeting or Special General Meeting.