

ABC Friends Incorporated

**STATEMENT OF PURPOSES
&
RULES**

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RULES

1. Name

The name of the incorporated association is:

"ABC Friends Incorporated" (in these rules called "the Association")

2. Interpretation

(1) In these rules, unless the contrary intention appears:

"Financial year" means the year ending on 30 June.

"General Meeting" means a general meeting of members convened in accordance with Rule 17.

"Member" means a member of the Association.

"Delegate" means a person authorised by a member organisation to represent it at the Association.

"Committee" means Committee of Management of the Association.

"Ordinary" member of the Committee means a member of the Committee who is not an officer of the Association under Rule 21.

"The Act" means the Associations Incorporation Reform Act 2012.

"The Regulations" means regulations under the Act.

(2) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984 and the Act in force from time to time.

3. Purpose

The purposes of the Association are:

(1) to support and promote the cultural forms produced and broadcast by Australia's national public broadcaster, the Australian Broadcasting Corporation (ABC) by:

(a) informing and educating the Australian public about the cultural forms produced by the ABC including those that contribute to a national identity, inform and entertain the Australian public and reflect the cultural diversity of the Australian community;

(b) ensuring the ABC is adequately funded by Government to fulfil its role;

(c) ensuring the ABC remains independent of government influence, commercial sponsorship and advertising; and

(d) promoting the ABC's role in reflecting Australian culture in all its diversity.

(2) to carry out any other activities which in the opinion of the Committee of the Association will further the foregoing objects.

4. Powers of Association

(1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.

(2) Without limiting subrule (1), the Association may—

(a) acquire, hold and dispose of real or personal property;

(b) open and operate accounts with financial institutions;

(c) invest its money in any security in which trust monies may lawfully be invested;

(d) raise and borrow money on any terms and in any manner as it thinks fit;

(e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;

(f) appoint agents to transact business on its behalf;

(g) enter into any other contract it considers necessary or desirable.

(3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

5. Not for profit organisation

- (1) The Association must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Subrule (1) does not prevent the Association from paying a member—
 - (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member if this is done in good faith on terms no more favourable than if the member was not a member.

6. Membership

- (1) All persons and organisations in agreement with the Statement of Purposes of ABC Friends Incorporated shall be eligible to apply for membership.
- (2) A person/organisation applying and approved for membership as provided in these rules is eligible to be a member of the Association on payment of the entrance fee and annual subscription payable under these rules.
- (3) Notwithstanding sub-clause (1) and (2), all persons who are members of the Association at the time of incorporation shall be members of the Association.
- (4) An application for membership of the Association shall be:
 - (a) in writing providing the full name and address; and in the case of an organisation, the name and position of the contact person; and
 - (b) shall be lodged with the Secretary of the Association.
- (5) As soon as practicable after receipt of the application, the Secretary shall determine whether to approve the application. The Secretary may approve the application of any person or organisation who the Secretary is satisfied bona fide supports the purposes of the Association and will not use the Association to further the interests of any political, religious or other party, group or organisation.
- (6) If the Secretary does not approve the application, the Secretary shall refer the application to the next Committee meeting after receipt of the application.
- (7) Upon the application being referred to the Committee, the Committee shall determine whether to approve or to reject the application. The Committee may approve the application of any person or organisation who the Committee is satisfied bona fide supports the purposes of the Association and will not use the Association to further the interests of any political, religious or other party, group or organisation.
- (8) Upon an application being approved, the Secretary shall with as little delay as possible notify the applicant in writing that they are approved for membership of the Association and request payment within the period of 28 days after the receipt of notification of the sum payable under these rules as the entrance fee and first year's annual subscription.
- (9) The Secretary shall, upon payment of the amounts referred to in sub-clause 8 within the period referred to in that sub-clause, enter the applicant's name in the register of members and upon the name being entered the applicant becomes a member of the Association.

7. Organisation Delegates

- (1) Each organisation member of the Association shall appoint a delegate to the Association. Any delegate shall have the same rights and be subject to the same responsibilities and processes as outlined for members in the Rules of the Association.
- (2) If, at any time a member organisation withdraws a Delegate's nomination or the organisation ceases to be a member of the Association, such Delegate shall cease to be a Delegate.

8. Entrance Fee and Annual Subscription

- (1) Entrance Fee - The entrance fee shall be such amount as determined by the Annual General Meeting and until varied shall be nil.
- (2) Subscriptions - Membership categories and fees will be determined by the Committee as appropriate and in alignment with the membership categories and fees determined by ABC Friends Ltd.

- (3) A household subscription allows two persons to be registered as members
- (4) Membership will be one year from the date of receipt of membership fees for those who paid an annual subscription, or three years from the date of receipt of membership for those who paid for a three year subscription.
- (5) The Committee may at its discretion waive all or part of the subscription fee for any member who in its opinion is in disadvantaged or in necessitous circumstances.

9. Register of Members

(1) The Membership Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of each member and the register shall be available for inspection by members at the registered address of the Association.

10. General rights of members

- (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; and
 - (b) to submit items of business for consideration at a general meeting; and
 - (c) to attend and be heard at general meetings; and
 - (d) to vote at a general meeting; and
 - (e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 11; and
 - (f) to inspect the register of members.
- (2) A member is entitled to vote if
 - (a) the member is a member; and
 - (b) more than 10 business days have passed since he or she became a member of the Association; and
 - (c) the member's membership rights are not suspended for any reason.

11. Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
 - (a) the register of members;
 - (b) the minutes of general meetings;
 - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee meetings.
- (2) The Committee 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.
- (3) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.

12. Resignation and Expulsion of Members

- (1) Resignation - Members may resign from the Association by notice in writing or by non-payment of membership fees within 2 months of notice that such fees are due.
- (2) Removal - Subject to these rules, the Committee may suspend or expel any member of the Association for a specified period of time if the Committee is of the opinion that the member:
 - (a) has committed any breach of any rule of the Association;
 - (b) has acted in a manner which is prejudicial to the objects or interests of the Association; or
 - (c) no longer complies with the membership requirements of the Association.

Prior to a resolution of the Committee under sub-clause (2) the Member shall be informed of the allegation and invited to present a verbal or written explanation to the Committee meeting at which the matter is to be considered.

(3) Appeal

(a) Any member of the Association who feels aggrieved by any decision of the Committee under sub-clause 12(2) may by notice in writing given to the Secretary within one calendar month from the date that notification is given to the member of the decision, appeal against such decision to a General Meeting.

(b) Such notice shall state the ground of appeal and such appeal shall be heard at a General Meeting to be held not later than one month from the giving of such notice to the Secretary.

(c) On the hearing of any such appeal the member who feels aggrieved shall be afforded a full opportunity of being heard.

(d) Until the hearing of any such appeal the decision of the Committee shall have full force and effect.

(e) The members and delegates present shall vote by secret ballot on the question of whether the resolution of the Committee should be confirmed or revoked.

(f) The decision of the General Meeting shall be final.

13. Disputes and Mediation

(1) The grievance procedure set out in this rule applies to disputes under these Rules between—

(a) a member and another member; or

(b) a member and the Association.

(2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.

(3) A member may appoint any person to act on their behalf.

(4) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

(5) The mediator must be—

(a) a person chosen by agreement between the parties; or

(b) in the absence of agreement—

(i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or

(ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice) .

(6) A member of the Association can be a mediator.

(7) The mediator cannot be a member who is a party to the dispute.

(8) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

(9) The mediator, in conducting the mediation, must—

(a) give the parties to the mediation process every opportunity to be heard; and

(b) allow due consideration by all parties of any written statement submitted by any party; and

(c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

(10) The mediator must not determine the dispute.

(11) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

14. Annual General Meeting

- (1) The Committee must convene an Annual General Meeting of its members to be held within 5 months after the end of each financial year.
- (2) The Annual General Meeting shall be held on such day and time as the Committee determines,.
- (3) The ordinary business of the Annual General Meeting shall be:
 - (a) to confirm the minutes of the preceding Annual General Meeting and the minutes of any Special General Meeting held since then;
 - (b) to receive and consider
 - (i) the Committee reports upon the transactions of the Association during the preceding financial year;
 - (ii) the financial statements of the Association for the preceding financial year submitted by the committee in accordance with Part 7 of the Act;
 - (c) to elect the members of the Committee; and
 - (d) to confirm or vary the amounts of the annual subscription and joining fee
- (4) The Annual General Meeting may transact any other business of which notice has been given in accordance with these Rules.

15. General Meetings

- (1) Any general meeting of the Association, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The committee may convene a special general meeting whenever it thinks fit.
- (3) No business other than that set out in the notice under Rule 17 may be conducted at the meeting.

16. Special general meeting held at the request of members

- (1) The Committee must convene a special general meeting if a request to do so is made in accordance with subrule 16(2) by at least 10% of the total number of members.
- (2) A request for a special general meeting must:
 - (a) be in writing; and
 - (b) state the business to be considered at the meeting and any resolutions to be proposed; and
 - (c) include the names and signatures of the members requesting the meeting; and
 - (d) be given to the Secretary.
- (3) If the Committee does not convene a special general meeting within one month after the date on which the request is made, the members making the request (or any of them) may convene the special general meeting.
- (4) a special general meeting convened by members under subrule 16(3)
 - (a) must be held within 3 months after the date on which the original request was made; and
 - (b) may only consider the business stated in the request.

- (5) the Association must reimburse all reasonable expenses incurred by the members convening a special general meeting under subrule 16(3).

17. Notice of General Meetings

- (1) No less than 21 days notice in writing shall be given for a general meeting where it is intended to propose a special resolution.
- (2) No less than 14 days' notice in writing shall be given for a general meeting in any other case.
- (3) The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by any member shall not invalidate any proceedings or resolutions at any meeting of the Association or Committee thereof.

(4) Notices required under this clause may be sent:

- (a) by pre-paid post to the address appearing in the register of members; or
- (b) by facsimile transmission or electronic transmission.

(5) 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) comply with rule 19(5).

(6) This rule does not apply to a disciplinary appeal meeting.

18. Business at General Meetings

(1) Member Raising Business - A member desiring to bring any business before a General Meeting may give notice of that business in writing to the Secretary. After such notification has been received, the Secretary shall include that business in the next notice to members calling a General Meeting.

(2) Business without Notice - No business other than that set out on the notice convening the meeting shall be transacted at any General Meeting, excepting with the approval of the chairperson and two other members of the Committee.

19. Proceedings at General Meetings

(1) Chairperson of Meetings - the President of the Association shall preside at all General Meetings. If the President is absent or unwilling to chair the meeting the Vice-President shall chair the meeting and if the Vice-President is absent or unwilling to chair the meeting a chairperson may be appointed for that meeting.

(2) Adjournment -

(a) The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.

(b) Without limiting subrule (1), a meeting may be adjourned—

- (a) if there is insufficient time to deal with the business at hand; or
- (b) to give the members more time to consider an item of business.

(c) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.

(d) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 17.

(3) Voting

(a) Each member and each delegate present is entitled to one vote.

(b) Members may vote personally or by proxy.

(c) Resolutions other than resolutions specified elsewhere in the rules shall be carried by a majority of the members present and voting. In the case of equality of votes the chairperson is entitled to exercise a second or casting vote; and

(d) Resolutions shall be determined by a show of hands, with a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority, or lost. An entry to that effect in the minutes is evidence of the passing or rejection of the resolution.

(4) Division - At any general meeting a declaration of the chairperson that a resolution has been carried or not shall be sufficient evidence of members voting intention unless three members call for a poll. When a poll is taken the number of votes in favour and against the resolution shall be recorded.

(5) Proxies

(a) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.

(b) The appointment of a proxy must be in writing and signed by the member making the appointment.

(c) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.

(d) If the Committee 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.

(e) Notice of a general meeting given to a member under rule 17 must—

(i) state that the member may appoint another member as a proxy for the meeting; and

(ii) include a copy of any form that the Committee has approved for the appointment of a proxy.

(f) A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.

(g) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association no later than 24 hours before the commencement of the meeting.

(6) Quorum at General Meetings

a) No business shall be conducted at a general meeting unless a quorum of members is present.

b) The quorum for a general meeting is the presence (physically or by proxy) of twenty members or 10% of the membership, whichever is the lesser number.

c) If within thirty minutes from the time appointed for the meeting a quorum is not present, the meeting if convened by request of members shall be dissolved.

d) If not so convened, the general meeting shall stand adjourned until the same day in the next week at the same time and (unless another place is specified by the chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and the members present shall be a quorum.

(7) Minutes

(a) Minutes of the proceedings of every general meeting shall be available at all general meetings and at the address of the Association for inspection by members. Copies of such minutes shall be provided by the Secretary to members upon request, either in electronic or paper format.

(b) Minutes of each annual general meeting must include

(i) the names of the members attending the meeting; and

(ii) the financial statements submitted to the members in accordance with rule 28(1)(d)

(8) Debate on Business Raised by Member - For business which has been brought to a general meeting through the operation of sub-clause 18(1), the Chairperson may, as he or she deems appropriate:

(a) impose a limit on the time that a person may speak on that business; or

(b) request that a person finalise comments if, in the Chairperson's opinion, they are engaging in irrelevant or improper dialogue, or are causing unnecessary delay to the procedure.

20. Committee of Management

(1) The affairs of the Association shall be managed by the Committee of Management as provided in Rule 24.

(2) The Committee:

(a) shall control and manage the business and affairs of the Association;

(b) may, subject to these rules, the regulations and the Act, 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 the members of the Association; and

(c) subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.

(d) may in writing delegate any of its powers or functions to any one or more of its number and the exercise of any power or function by a person pursuant to such delegation shall be taken for the purpose of these rules as an exercise of that power or function by the Committee.

(3) Size - The Committee of the Association shall have 12 members who shall be elected at the Annual General meeting of the Association.

(4) A member is eligible to be elected or appointed as a committee member if the member is:

(a) 18 years or over, and

(b) is entitled to vote at a general meeting.

(5) Nominations of candidates for election as ordinary members of the Committee:

(a) shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsement on the form of nomination); and

(b) shall be delivered to the Secretary of the Association not less than seven days before the date fixed for holding of the Annual General Meeting.

(6) 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.

(7) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the Annual General Meeting and dealt with by the Committee in accordance with Rule 22(3).

(8) The ballot for the election of ordinary members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

(9) Each ordinary member of the Committee shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next after the date of his or her election but is eligible for reelection.

20A. Groupings of Members

(1) The Committee may authorise the formation of working groups for the following purposes:

(a) task-oriented groups to carry out specific tasks as required by the Committee;

(b) local groups in convenient geographical locations where the Committee considers it convenient or appropriate;

(c) special interest groups of members from particular professions, occupations or with other common interests.

(2) Groups may only be established with the authority of the Committee and shall remain at all times subject to the direction of the Committee in accordance with the rules.

(3) Groups must report to the Committee concerning their activities on a regular basis as required by the Committee of Management.

(4) All expenditure of groups on behalf of the Association must be authorised by the Committee or a delegate of the Committee to whom power to authorise such expenditure has been delegated in accordance with sub-rule 20(2)(d) .

(5) The Committee may make, vary and repeal by-laws for the regulation of groups and their members.

21. Election of Officers

(1) At the first meeting of the Committee after the Annual General Meeting the Committee shall elect from its numbers an 'Executive', comprised of:

- (a) a President;
- (b) a Vice President;
- (c) a Minute Secretary;
- (d) a Membership Secretary; and
- (e) a Treasurer.

(2) Nominations of candidates for election as officers of the Association shall be made by two members of the Committee with the consent of the candidate.

(3) A candidate who has been elected as President or Vice President cannot be elected to another Executive position at the same time

(4) Each officer shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next after the date of his or her election but is eligible for reelection.

22. Committee of Management and Officer Vacancies

(1) The office of an officer of the Association or of an ordinary member of the Committee becomes vacant if the officer or member:

- (a) ceases to be a member of the Association;
- (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code;
- (c) is disqualified from managing corporations under Part 2D.6 of the Corporations Act;
- (d) is disqualified from managing co-operatives under Division 2 of Part 3.1 of the Co-operatives National Law (Victoria);
- (e) becomes a represented person (within the meaning of the Guardianship and Administration Act 1986);
- (f) is disqualified from managing Aboriginal and Torres Strait Islander corporations under Part 6-5 of the Corporations (Aboriginal and Torres Strait Island) Act 2006
- (c) resigns her/his office by notice in writing given to the Secretary; or
- (d) fails to attend more than three meetings without apology

(2) In the event of a casual vacancy in any office referred to in Rule 21(1) the Committee may appoint one of its members to the vacant office within fourteen days after the vacancy arises and the member so appointed shall hold office, subject to these rules, until the conclusion of the next Annual General Meeting following the date of her or his appointment.

(3) In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of her/his appointment.

23. Removal of Members of Committee of Management

(1) The Association in general meeting may by resolution remove any member of the Committee before the expiration of her/his term of office and appoint another member in her or his stead to hold office until the expiration of the term of the first-mentioned member.

(2) Where the member to whom a resolution referred to in sub-clause (1) has been applied, makes representations in writing to the Secretary or President of the Association no more than one month after written notification of the resolution has been sent to her/him, that member may require the Secretary or President to send a copy of the representations to each member of the Association, of if they are not sent, the member may require that they be read out at the next General Meeting.

24. Proceedings of Committee of Management

(1) The Committee shall meet at least three times in each year at such place and such times and in such manner as the Committee may determine. For the avoidance of doubt, meetings of the Committee may be conducted in person, via video conference or via tele-conference or such similar technology.

(2) A quorum shall be four.

(3) The Committee shall determine the chairperson of each or all meetings.

(4) Questions arising at any meeting shall be decided by majority of votes and in the case of an equality of votes the chairperson shall have a second or casting vote.

(5) The President or any two Committee members may at any time summon a meeting of the Committee.

(6) Written notice of each Committee meeting must be given to each member of the Committee at least 2 business days before the date of the meeting.

(7) Special meetings of the Committee may be convened by the President or by any 4 members of the Committee.

(8) Written notice must be given to members of the Committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

(9) Minutes of the proceedings of every meeting of the Committee shall be recorded and shall be available for inspection by members of the Association upon reasonable notice to the Minute Secretary.

(10) The Committee may pass a resolution without a committee meeting if all committee members entitled to vote (other than a committee member who, after reasonable attempts have been made to contact, is unavailable to consider the resolution) have been provided with the wording of the resolution in full. The resolution will be passed when not less than three quarters of the committee members eligible to vote and available to consider the resolution, provide a written statement that they are in favour of the resolution.

25. Secretary

(1) A Secretary shall be appointed by the Committee. For the avoidance of doubt, the Secretary is permitted to hold any other office in the Association.

(2) A person appointed as Secretary by the Committee shall continue as Secretary until either

- (a) the Committee appoints another person as Secretary
- (b) the person no longer resides in Victoria; or
- (c) a Secretary resigns from this position.

(3) If the position of Secretary becomes vacant, the Committee will appoint a new Secretary and notify Consumer Affairs Victoria within 14 days of the vacancy

(4) A candidate cannot be appointed as a Secretary unless:

- (a) the person has attained the age of eighteen years; and
- (b) the person is resident in Victoria.

26. Minute Secretary

(1) The Minute Secretary shall:

(a) keep full and correct minutes of the resolutions and proceedings of each general meeting and each committee meeting together with a record of the names of persons present at all meetings; and

(b) perform such other duties as the Committee may prescribe and as required by the Act and the Regulations.

27. Membership Secretary

(1) The Membership Secretary shall:

(a) keep a register of members setting forth their names and addresses.

28. Treasurer

(1) The Treasurer of the Association shall:

(a) collect and receive all moneys due to the Association and make all payments authorized by the Association;

(b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association;

(c) provide Statements of Income and Expenditure at intervals or on occasions as determined by the Committee.

(d) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.

(2) The accounts and books referred to in Rule 28(1) shall be available for inspection by members of the Association upon reasonable notice to the Secretary.

29. Cheques

(1) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Committee or one member of the Committee and one employee designated by the Committee.

30. Alteration of Rules and Statement of Purposes

(1) No rule of the Association or Statement of Purposes shall be repealed or amended and no new rule shall be made except by a special resolution.

(2) Notice for a General Meeting at which it is intended to propose a special resolution shall specify the intention to propose the special resolution and shall state in full the proposed resolution.

(3) A special resolution must be passed by not less than three-fourths of members present and voting.

31. Notice to members

Except for the requirement in clause 10, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by:

(1) delivering the notice to the member personally; or

(2) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or

(3) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or

(4) electronic transmission, if the member has consented to the notice being given to him or her in this manner.

32. Custody of Records

(1) Except as otherwise provided in these Rules, the Minute Secretary shall keep in her/his custody or under her/his control all books, documents and securities of the Association. All such books, documents and securities shall be available for inspection by members of the Association upon reasonable notice to the Secretary.

(2) Within 28 days of any member, officeholder or other person having a role in the Association ceasing to be such a member or officeholder or ceasing to have that role, that person must return to the Committee any documents of the Association in his or her custody at that time.

33. Public Statements

No member of the Association shall make or purport to make or have any authority to make any public statement, comment or announcement on behalf of the Association unless she/he be instructed to do so by the Committee or President.

34. Funds

The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

35. Winding Up

In the event of the Association being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities, shall be paid and applied by the Association in accordance with their powers to any fund, institution or authority having objects similar to the objects of this association, and whose rules shall prohibit the distribution of its income among its members, such fund, institution or authority to be a tax exempt organisation which is also eligible for tax deductibility of donations under Division 30 of the Income Tax Assessment Act 1997.

(ends)