

RULES OF THE ASSOCIATION OF INCORPORATION

Self Help Workshop Inc.

RULES

1. The name of the association shall be ***Self Help Workshop Inc.***
In these rules called "the Association"

Definitions and Meanings

2. (1) In these rules, unless the contrary intention appears "Board" means the Board of Directors of the Association:

"General meeting" means a general meeting of members convened in accordance with rule 13.

"Director" means a member of the board of directors to whom sub-rule 22 relates.

- 2 (2) In these rules, expressions referring to writing shall unless the contrary intention appears to be construed as including references to printing, lithography, photography, 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

Address

3. The office of the Association shall be at 414 Hobart Road, Youngtown, Tasmania 7249 or such other place as the Board may, from time to time, determine.

Objects and Purposes

4. (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 in 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 alteration of building 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 the members in general meeting 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 or other documents as the Board or the 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 such 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 moneys 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 paragraph (a) of subsection (1) of section 78 of the Income Tax and Social Services Contribution Assessment Act 1936-1964 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 and their dependants, and the making of payment towards insurance in relation to any of those purposes:
- (k) the establishment and support, or aiding in the establishment or support, of any other Association 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 with 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 of any of the objects and purposes specified in the foregoing provisions of this sub rule.

4. (2) In this rule, “basic objects of the Association” means the 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 Registrar pursuant to that section.

4 (3) The basic objects of the Association shall be:-

- (a) To improve the ability of people with disabilities in Tasmania to actively participate and integrate into the community.
- (b) To establish conduct carry on and maintain at any place or places in Tasmania workshops and other buildings and projects and to provide work services and facilities for the use and benefit those whom the Association may wish to assist.
- (c) To establish training opportunities and provide facilities for the training of people with disabilities.
- (d) To employ such means and aids including the promotion of industrial activities in sheltered workshops for the purpose of Occupational training as will benefit those whom the Association may wish to assist.

Membership of the Association

5. (1) A person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Association on payment of the annual subscription prescribed in, or fixed under, these rules.

5. (2) A person who is not a member of the Association at the time of the incorporation of the Association shall not be admitted to membership-

- (a) unless he is nominated as provided in sub-rule (3) of this rule; and
- (b) his admission as a member is approved by the Board.

5. (3) Classes of membership

The Association shall consist of:

- (a) Staff/Employee Members and Parents of Employees;
- (b) Individual Members

- (c) Corporate Members;
- (c) Life Members; and
- (d) Honorary Members.

5. (4) Membership qualifications

All applications for membership of the Association must be received on the form approved by the Board with the subscription fee appropriate to the category of membership applied for. The Board has sole discretion to approve or reject any application for membership to the Association.

The members of the Association shall consist of:-

- i) Staff and employees of the Association and parents of employees;
- ii) Corporate members, who are customers or suppliers of the Association or have an interest in the areas of business undertaken by Self Help Workshop and who are admitted to membership by the Board;
- iii) Individual members who have an interest in and support the objects of the Association and who are admitted to membership by the Board;
- (iv) Life members, who are determined by the Board to have provided exceptional service or support to the Association
- (v) Honorary members, who are determined by the Board to have provided exceptional service or support to the Association

5.(5) Rights and Duties of Membership

Membership is not transferable

- (i) Staff and Employee Members and Parents of Employees
 - a) Vote at any election of the Board; and will
 - b) Be given notice of and vote at any general meeting of the Association
 - c) Be given all notices issued to members generally
 - d) Eligible to receive all services and regular publications of the Associations as determined by the Board

- (ii) An individual member may:
 - a) Vote at any election of the Board; and will
 - b) Be given notice of and vote at any general meeting of the Association
 - c) Be given all notices issued to members generally
 - d) Be eligible to receive all services and regular publications of the Associations as determined by the Board

- (iii) A Corporate member may:
 - a) Nominate a representative to attend and vote at any election of the Board; and will
 - b) Be given notice of and vote at any general meeting of the Association
 - c) Be given all notices issued to members generally
 - d) Be eligible to receive all services and regular publications of the Associations as determined by the Board

- (iv) A Life member may:
 - a) Vote at any election of the Board; and will
 - b) Be given notice of and vote at any general meeting of the Association

- c) Be given all notices issued to members generally
 - d) Eligible to receive all services and regular publications of the Associations as determined by the Board
- (v) Honorary Members
- a) An Honorary Member does not have the right to attend or vote at a general meeting of the Society and has no right to receive notices of such meetings or other communications issued to members other than regular publications of the Association;
 - b) An Honorary Member may not hold any office in the Association;
 - c) The Board may determine the duration of membership and any privileges of an Honorary Member.

5(6) Membership Year

The membership year shall run from 1 July to 30 June. Only those members on the membership register on 30 September shall be eligible to vote at the AGM in that year.

5(7) As soon as practicable after the receipt of a nomination, the public officer shall refer the nomination to the board.

5. (8) Upon a nomination being approved by the Board, the public officer shall, with as little delay as possible, notify the nominee, in writing, that he has been approved for membership of the Association and, upon receipt of the sum payable by or on behalf of the nominee as his first year's subscription, shall enter the nominee's name in a register of members to be kept by the public officer, whereupon the nominee becomes a member of the Association.

5. (9) 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.

5. (10) Upon receipt of a notice under sub-rule (8) 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. (11) 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.

Finances and Accounts

6. (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.

6. (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 repayment of out of pocket expenses).
- 6. (3) Nothing in the foregoing provision 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 to exceed the current bank overdraft rate on moneys lent to the Association by the servant or member; or
 - (c) A reasonable and proper sum by way of rent for premises let to the Association by the servant or member.
- 7. (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 restrictions as to time and manner of inspecting them that may be imposed by the Association for the time being, those accounts shall be open to the inspection of the members of the Association.
- 7. (2) The Treasurer of the Association shall faithfully keep all general records, accounting books, and records of receipts and expenditure connected with the operations and business of the Association in such form and manner as the Board may direct.
- 7. (3) The accounts, books, and records referred to in sub-rules (1) and (2) of this rule shall be kept at the Association's office or at such other place as the Board may decide.
- 8. (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 therefor.
- 8. (2) The Board shall cause to be opened with such bank 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.
- 8. (3) The Board may receive from the Association's bank or bankers for the time being the cheques drawn by the Association or 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.
- 8. (4) Except with the authority of the board, no payment of a sum exceeding *one dollar* 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.

Auditor

9. (1) At each annual general meeting of the association, the members present shall appoint a person as the auditor of the Association
9. (2) A person so appointed shall hold office until the annual general meeting next after that at which he is appointed, and is eligible for re-appointment.
9. (3) The first auditor of the Association may be appointed by the board before the first annual general meeting, and if so appointed, shall hold office until the first annual general meeting, unless previously removed by a resolution of the members at a general meeting, in which case the members at the meeting may appoint an auditor to act until the first general meeting.
9. (4) 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.
9. (5) Except as provided in sub-rule (3) of this rule, the auditor may only be removed from office by special resolution.
9. (6) 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.
10. (1) Once at least in each financial year of the Association, the accounts of the Association shall be examined by the auditor.
10. (2) The auditor shall be a person who is not an officer or employee of the Association, and is a person who is qualified and registered as a practising accountant with a recognised accounting professional association, including CPA, ICAA, IPA (or its equivalent).
10. (3) In respect of the Association, an audited statement of income and expenditure and a statement of assets and liabilities shall be prepared in accordance with Australian Accounting Standards and Statements of Accounting Concepts.
10. (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.
10. (5) The auditor-
- (a) has the 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 explanations as may be necessary for the performance of his duties as auditor;
 - (c) may employ persons to assist him 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 General Meeting

11. (1) The Association shall, in each year, hold an annual general meeting.
11. (2) The annual general meeting shall be held on such day (being not later than six months after the close of the financial year of the Association) as the board may determine.

11. (3) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.
11. (4) The annual general meeting shall be specified as such in the notice convening it.
11. (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 the *directors of the Association*.
 - (d) To appoint the auditor; and
 - (e) To determine the honorarium of directors if applicable.
11. (6) The annual general meeting may transact special business of which notice is given in accordance with these rules.
11. (7) All general meetings other than the annual general meeting shall be called special general meetings.

Notice of a General Meeting

12. (1) The board shall, on the requisition in writing of not less than ten members, convene a special general meeting of the Association.
12. (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.
12. (4) If the board does not cause a special general meeting to be held within twenty-one days from the date on which a requisition therefore 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.
12. (5) A special general meeting convened by requisitionists 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.
13. The public officer of the Association shall, at least fourteen days before the date fixed for holding a general meeting of the Association, cause to be inserted in the local daily newspaper published in this State an advertisement specifying the place, day and time for the holding of the meeting, and the nature of the business to be transacted thereat.

Quorum and Business of a General Meeting

14. (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 specially referred to in these rules as being the ordinary business of the annual general meeting, shall be deemed to be special business.

14. (2) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.

14. (3) *Five* members personally present (being members entitled under these rules to vote thereat) constitute a quorum for the transaction of the business of a general meeting.

14. (4) If within one half hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; and in any other cause it shall stand adjourned to the same day in the next week, at the same time and (unless another place is specified by the chairman 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 it at the adjourned meeting a quorum is not present within half hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.

Chairman of a General Meeting

15. (1) The Chairman, or in his absence, the Deputy Chairman, shall preside as chairman at every general meeting of the Association.

15. (2) If the Chairman and Deputy Chairman are absent from a general meeting, the members present shall elect one of their member to preside as chairman thereat.

Adjourning a General Meeting

16. (1) The chairman 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

16. (2) Where a meeting is adjourned for fourteen days for more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.

16. (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 an adjourned meeting.

Voting at a General Meeting

17. 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 chairman 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 the votes recorded in favour of, or against, that resolution.

18. (1) Upon any question arising at a general meeting of the Association, a member has one vote only.

18. (2) All votes shall be given personally.

18. (3) In the case of an equality of voting on a question the chairman of the meeting is entitled to exercise a second or casting vote.

19. If at a meeting a poll on any question is demanded it shall be taken at the meeting in such manner as the chairman may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.

20. A poll that is demanded on the election of a chairman, 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 chairman may direct.

Board of Directors

21. (1) The affairs of the Association shall be managed by a board of directors constituted as provided in rule 23.

21. (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.

21.(3) For the purpose of this Rule, the Board may if it thinks fit, confer by radio, telephone, closed circuit television or other electronic means of audio or audio-visual communication. A resolution passed by such conference shall be deemed to have been passed at a meeting of the Board held on the day and the time the conference was held, provided that:

21.(3) 1 all Board members for the time being entitled to receive notice of meeting of the Board shall receive notice of the meeting and shall have access to the means by which the meeting is to take place; and

21.(3) 2 each of the Board members at the commencement of the meeting shall acknowledge his or her presence for the purpose of a meeting of the Board to all other Board members taking part.

21.(4) A member of the Board shall be conclusively presumed to have been present and to have formed part of the quorum at all times during the meeting by telephone or other contemplated means of communication unless he or she informs the President of his or her intention to leave the meeting. The Board may conduct a vote on a specific matter by email, and in these instances, a simple majority of the entire Board (not including those on formal leave of absence) will be required to carry a matter.

Term of Director's Office

22. (1) The first Board of Directors of the Association shall consist of the following members

- (a) M. Ridgers
- (b) P. Bushby - Chairman
- (c) A. J. Wilson - Deputy Chairman
- (d) G. F. Phillips
- (e) J. N. Parker
- (f) D. Jack
- (g) R Howes

22. (2) At each Annual General Meeting, one third of directors, or if their number is not a multiple of three, then the whole number nearest to, but not exceeding one third, must retire from office. The directors who have been the longest in office will retire. A director who is due to retire under this Rule retains office until the conclusion of the Annual General meeting. If there are an equal number of directors who are eligible to retire, three will be chosen by agreement or in the absence of an agreement, by lot. The length of time a Director has been in office is computed from the last election or appointment when he/she previously vacated office.

22. (3) A Director who is appointed to fill a casual vacancy during the year, must retire at the Annual General Meeting. He/she is eligible to nominate at the Annual General Meeting. He/she does not constitute one of the one third required to retire as set down in Rule 22(2).

Size of the Board of Directors

23. The board shall consist of not less than *five nor more than ten persons* all of whom shall be elected at the annual general meeting according to sub-rule (4) of rule 22.

Nomination of Directors

24. (1) Nominations of candidates for election as directors of the Association-

- (a) shall be made in writing 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.

24. (2) If insufficient nominations are received to fill all vacancies on the board, the candidates shall be deemed to be elected and further nominations shall be received at the annual general meeting.

24. (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed elected.

24. (4) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

24. (5) The ballot for the election of directors shall be conducted at the annual general meeting in such usual and proper manner as the board may direct.

Vacancy on the Board of Directors

25. For the purposes of these rules, the office of a director of the Association becomes vacant if the director-

- (a) dies;
- (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his creditors, or makes any assignment of his estate for their benefit;
- (c) becomes of unsound mind;
- (d) resigns his office by writing under his hand addressed to the board
- (e) ceases to be resident in the State;
- (f) fails, without leave of absence granted by the board, to attend three consecutive meetings of the board;

Board Meetings

26. (1) The board shall meet at least once in each three months at such place and at such times as the board may determine.

26. (2) Special meetings of the board may be convened by the Chairman, or any four directors.

26. (3) Notice shall be given to directors of any special meeting, specifying the general nature of the business to be transacted, and no other business shall be transacted at such a meeting.

26. (4) Any four directors of the board constitute a quorum for the transaction of the business of a meeting of the board.

26. (5) 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 stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting, in which case it lapses.

26.(6) At meetings of the board the Chairman, or in his absence the Deputy Chairman, or if the Chairman and the Deputy Chairman are absent, such one of the remaining directors as may be chosen by the directors present, shall preside.

26. (7) Questions arising at meetings of the board or of any sub-committee appointed by the board shall be determined on a show of hands or, if demanded by a director, by a poll taken in such manner as the person presiding at the meeting may determine.

26. (8) Each director present at a meeting of the board or any sub-committee appointed by the board (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any questions, the person presiding may exercise a second or casting vote.

26. (9) Written notice of each board meeting shall be served on each director by delivering to him at a reasonable time before the meeting or by sending it by post in a prepaid letter addressed to him at his usual or last-known place of abode in time to reach him in due course of post before the date of the meeting

Director's Interests

27. (1) A director who is interested in any contract or arrangement made or proposed to be made with the Association shall disclose his 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

27. (2) If a director becomes interested in a contract or arrangement after it is made or entered into he shall disclose his interest at the first meeting of the board after he becomes interested.

27. (3) No director shall vote as a director of the board in respect of any contract or arrangement in which he is interested and if he does so vote his vote shall not be counted.

Sub-Committees

28. (1) The board may at any time appoint a sub-committee from the board as it may think fit and shall prescribe the powers and functions thereof.

28. (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.

28. (3) The board will determine the number of members required to form a quorum at a meeting of the sub-committee.

28. (4) The public officer of the Association is responsible for calling meetings of a sub-committee.

28. (5) Written notice of each sub-committee meeting shall be served on each member of the sub-committee by delivering it to him at a reasonable time before the meeting or by sending it by post in a prepaid letter addressed to him at his usual or last known place of abode in time to reach him in due course of post before the date of the meeting.

28. (6) The Chairman and Deputy Chairman 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 affairs of the Association during the intervals between meetings of the board, and where any such instructions are issued shall report thereon to the next meeting of the board.

Membership Fees

29 (1) Until otherwise fixed pursuant to the sub-rule (2) of this rule, the annual subscription payable by members shall be determined by the board.

Financial Year

30 (1) The financial year of the Association is the period beginning on the first day of July in each year and ending on the thirtieth day of June next following.

30 (2) The financial year of the Association may be altered by the members by special resolution.

31 A notice may be served by or on behalf of the Association upon any member either personally or by sending it through the post in a prepaid letter addressed to the member at his usual or last known place of abode.

Expulsion of a Member

32 (1) Subject to this rule, the board may expel a member from the Association if, in the opinion of the board has been guilty of conduct detrimental to the interests of the Association.

32 (2) The expulsion of a member pursuant to the 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 the 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 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) stating that the board has expelled the member;
- (b) specifying the grounds for expulsion; and
- (c) informing the member that if he so desires he may, within fourteen days after the service of the notice on him, appeal against the expulsion as provided in this rule.

32 (4) A member on whom a 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 his appeal.

32 (5) Upon receipt of requisition under sub-rule (3) of this rule the public officer shall forthwith notify the board of its receipt and the board shall thereupon cause a special meeting of member to be held within twenty-one days after the date on which the requisition is 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 the grounds of the expulsion and the boards 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 whether the expulsion shall be lifted or confirmed.

32 (7) If at the special general meeting a majority of the 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 his membership of the Association.

32 (8) If at the special general meeting a majority of the members present 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 his capacity as a member, and the Association shall be determined by arbitration in accordance with the provisions of the *Arbitration Act 1982*.

33 (2) Nothing in this rule effects the operation or effect of rule 32.

Seal

34 (1) The seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircling 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 directors or of the one director 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 the purposes that the seal was affixed by authority of the board.

34 (3) The seal shall remain in the custody of the public officer.

Winding Up

35 (1) 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 rights of the contributories among themselves such sum, not exceeding four dollars 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 he ceased to be a member.
- (c) Any surplus assets remaining after payment of the Association's liabilities shall be transferred to another Association in Australia which is accepted by the Commissioner of Taxation as a Public Benevolent institution of the purposes of any Commonwealth taxation Act.