



HISTORIC RALLY ASSOCIATION INC.

RULES

Revised 6 February 2025

HISTORIC RALLY ASSOCIATION INC. RULES

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HISTORIC RALLY ASSOCIATION INC. RULES

Registration Number A002601A

1. NAME

- 1.1 The name of the incorporated association is the Historic Rally Association Inc. (in these Rules called “the Association”).

2. STATEMENT OF PURPOSES

- 2.1 The purposes of the Historic Rally Association Inc. are: -
- (a) To promote, represent, encourage and support issues relating to motorsport and rallying in particular.
 - (b) To share knowledge, experience and passion for vehicles and motorsport.
 - (c) To support and conduct competitive motorsport events and social activities.
 - (d) To at all times promote a positive image of legitimate motoring enthusiasts.

3. FINANCIAL YEAR

- 3.1 The financial year of the Association is each period of 12 months ending on 31 December.

4. INTERPRETATIONS

- 4.1 In these Rules, unless the contrary intention appears: -

committee means the Committee of Management of the Association.

financial year means the 12-month period from 1 January to 31 December.

general meeting means a general meeting of the members of the Association convened in accordance with Rule 16 and includes an annual general meeting and a special general meeting.

member means a member of the Association.

ordinary member of the committee means a member of the Committee who is not an officer of Association under Rule 25.

special resolution means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution

The Act means the Associations Incorporation Reform Act 2012 and includes any regulations made under that Act.

the Registrar means the Registrar of Incorporated Associations

in writing includes email and other correspondence in electronic form.

- 4.2 Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

5. POWERS OF ASSOCIATION

- 5.1 The Association has the legal capacity of an incorporated body.
- 5.2 The Association has power to do anything incidental or conducive to achieve its purposes.
- 5.3 The Association may only exercise its powers and use its income and assets (including any surplus), for its purposes.

6. MEMBERSHIP

- 6.1 Any person who supports the purposes of the Association is eligible for membership.
- 6.2 Types of membership shall be –
 - (a) Junior Membership (under 18 years of age)
 - (b) Single Membership (aged 18 years or over)
 - (c) Family Membership (spouse/partner and any number of children under 18 years of age)
 - (d) Temporary Membership (for a defined period). Temporary Members have no voting rights and committee approval is not required.
 - (e) Honorary Membership
 - (f) Life Membership
- 6.3 The committee may appoint Honorary Members. Honorary Members shall not be required to pay annual subscriptions and shall have no power to vote. The committee shall have the power to cancel the membership of any Honorary Member without notice and without assigning any reason therefore.
- 6.4 On the recommendation of the committee, any member of the Association may, in consideration of valuable special services rendered to the Association, be appointed as a Life Member of the Association at the Annual General Meeting of the Association. Every Life Member shall be entitled to all the privileges of a single member of the Association during the member's lifetime without any further payment of subscription, levy, special fee or otherwise.

7. APPLICATION FOR MEMBERSHIP

- 7.1 To apply to join the Association, a person must:
 - (a) submit an application to the committee or by electronic means stating that the person:
 - (i) wishes to become a member of the Association; and
 - (ii) supports the purposes of the Association; and
 - (iii) agrees to comply with these Rules.
 - (b) sign the application. This requirement may be met by electronic means.
 - (c) pay the first year's annual subscription.
- 7.2 As soon as is practicable after the receipt of an application, the Membership Secretary shall refer the application to the Committee.
- 7.3 The Committee must consider the application and notify the applicant of its decision forthwith.

- 7.4 If the Committee rejects the application, it is not required to give a reason for the rejection but must return any money accompanying the application to the applicant.
- 7.5 Upon an application for membership being approved by the Committee, the resolution to accept membership must be recorded in the minutes of the Committee Meeting.
- 7.6 The Membership Secretary shall enter the applicant's name in the Register of Members and, upon the name being so entered, the applicant becomes a member of the Association

8. MEMBERSHIP FEES

- 8.1 The annual subscription for the next calendar year shall be set by the Committee prior to December 31.
- 8.2 The annual subscription is due and payable on joining and annually 12 months after the date of joining thereafter.
- 8.3 If a member does not pay the annual subscription fee within 3 months of it falling due, their membership lapses and they cannot exercise any of their rights as a member.

9. REGISTER OF MEMBERS

- 9.1 The Membership Secretary shall keep and maintain a Register of Members in which shall be entered -
 - (a) for each current member, the full name, address, email address (if available), phone number, type of membership and date of becoming a member.
 - (b) for each former member, the name of the person and the date they ceased to be a member of the Association.
- 9.2 The Register shall be available for inspection by members.
- 9.3 A request may be made to the Secretary of the Association to restrict access to the personal information of a person recorded in the Register of Members.

10. RIGHTS OF MEMBERS

- 10.1 A member of the Association who is entitled to vote has the right to:
 - (a) receive notice of General Meetings and proposed special resolutions; and
 - (b) submit items of business for consideration at General Meetings; and
 - (c) attend and be heard at General Meetings; and
 - (d) vote at General Meetings; and
 - (e) have access to the minutes of General Meetings and other documents of the Association; and
 - (f) to inspect the Register of Members
- 10.2 A member is entitled to vote if-
 - (a) the member is over the age of 18 years and has paid the annual subscription or is a Life Member; and
 - (b) the member's membership rights are not suspended.

- 10.3 The rights of a member are not transferable and end when membership ceases.
- 10.4 Each member's liability is limited to payment of that member's annual subscription

11. ENDING MEMBERSHIP

- 11.1 The membership of a person ceases on resignation, expulsion or death.
- 11.2 A member is taken to have resigned if –
 - (a) the member has given written notice of resignation to the Association
 - (b) the member's annual subscription is more than 3 months in arrears. The Committee may reinstate the member on payment of all arrears if the Committee thinks fit to do so.
- 11.3 When a membership ends, the Association will not refund any subscription fees already paid.

12. DISCIPLINING MEMBERS

- 12.1 The Committee can discipline a member of the Association if it considers the member has breached these Rules, is refusing to support the purposes of the Association, or if the member's conduct is prejudicial to the Association.
- 12.2 If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- 12.3 The outcome of a disciplinary procedure must be determined by an unbiased decision-maker.
- 12.4 The Committee must write to the member to tell them why disciplinary action is proposed to be taken -
 - (a) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action.
 - (b) advising the member that they may do one or both of the following—
 - (i) attend the meeting and address the disciplinary subcommittee;
 - (ii) give a written statement to the disciplinary subcommittee at any time before the meeting.
- 12.5 The notice must be given no earlier than 28 days, and no later than 14 days, before the Disciplinary Meeting is held.
- 12.6 At the Disciplinary Meeting, the disciplinary subcommittee must give the member an opportunity to be heard and consider any written statement submitted by the member.
- 12.7 The outcome of a Disciplinary Meeting can be to take no further action, reprimand the member, the temporary suspension or the expulsion of the member. The Association cannot fine a member.
- 12.8 Despite any other provision in these Rules, a member whose membership has been suspended in accordance with the disciplinary procedure in these Rules is not eligible to be elected or appointed as a Committee Member and is not entitled to vote at a General Meeting.

- 12.9 A member who is the subject of a disciplinary procedure must not initiate a dispute resolution procedure in relation to the matter which is the subject of the disciplinary procedure until the disciplinary procedure has been completed.

13. RESOLVING DISPUTES

- 13.1 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.
- 13.2 A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- 13.3 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 13.4 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 an unbiased mediator who will hear from all parties and try to find a solution.
- 13.5 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 registered mediator.
- 13.6 The Committee may appoint any person as mediator who is not party to the dispute.
- 13.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 13.8 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.
- 13.9 The mediator must not determine the dispute.
- 13.10 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

- 14.1 The Association shall in each calendar year convene an Annual General Meeting of its members.
- 14.2 The Annual General Meeting shall be held within 4 months of the end of the Association's financial year.
- 14.3 The Annual General Meeting shall be specified as such in the notice convening it.
- 14.4 The ordinary business of the Annual General Meeting shall be:-
 - (a) To confirm the minutes of the last Annual General Meeting ;
 - (b) To receive from the Committee reports upon the activities of the Association during the last financial year;
 - (c) To receive and consider the financial statements submitted by the Association in accordance with Part 7 of the Act;
 - (d) To elect officers of the Association and the ordinary members of the committee.
- 14.5 Before elections are held, the Chairperson must declare all committee positions vacant.
- 14.6 The Annual General Meeting may transact other business of which notice is given in accordance with these Rules.
- 14.7 The Annual General Meeting shall be in addition to any other General Meeting that may be held in the same year.

15. SPECIAL GENERAL MEETING

- 15.1 The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.
- 15.2 No business other than that set out in the notice under Rule 16 may be conducted at the meeting.
- 15.3 The Committee shall, on the requisition in writing of members representing not less than 10% of the total number of members of the Association, convene a Special General Meeting of the Association.
- 15.4 The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the Secretary.
- 15.5 If the Committee does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent the Secretary, the members making the requisition, or any of them, may convene a Special General Meeting to be held not later than three months after that date.
- 15.6 All reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

16. NOTICE OF GENERAL MEETING

- 16.1 Notice of the date, time and place of a General Meeting must be provided to members at least 14 days (or 21 days if a Special Resolution is proposed) before the meeting.

- 16.2 If a Special Resolution is proposed, the notice must also include:
- (a) the full proposed resolution; and
 - (b) a statement of the intention to propose the resolution as a Special Resolution.
- 16.3 A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary who shall include that business in the notice calling the next General Meeting after the receipt of the notice.

17. CHAIRPERSON

- 17.1 The President, or in their absence, the Vice-President, shall preside as Chairperson at each General Meeting of the Association.
- 17.2 If the President and Vice-President are absent, the members present shall elect one of their number to preside as Chair.

18. PROCEEDINGS AT MEETINGS

- 18.1 All business that is transacted at a Special General Meeting 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.
- 18.2 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.
- 18.3 5% of the total members of the Association present (in person, by the use of technology or by proxy) being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of business of a General Meeting.
- 18.4 If within half an 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 case shall stand adjourned to a date not more than 21 days after the adjournment. Notice of the date, time and place to which the meeting is adjourned must be sent to members as soon as practicable after the meeting.
- 18.5 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) may proceed with the business of the meeting as if a quorum were present.

19. ADJOURNMENT OF MEETINGS

- 19.1 The Chairperson 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.
- 19.2 Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- 19.3 Except as provided in Subrules 19.1 and 19.2, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

20. VOTING AT GENERAL MEETINGS

- 20.1 Upon any question arising at a General Meeting of the Association each member who is entitled to vote has one vote. Members may vote personally, by the use of technology or by proxy.
- 20.2 Except in the case of a Special Resolution, the question must be decided on a majority vote.
- 20.3 A Special Resolution is passed if at least 75% of the members voting at a General Meeting vote in favour of the resolution.
- 20.4 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second casting vote.
- 20.5 A vote shall be on a-show of hands unless before, or on the declaration of the show of hands, a count is demanded.
- 20.6 A declaration by the Chairperson that a resolution has, on a show of hands, been carried or lost, an entry to that effect in the minutes of the meeting is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- 20.7 If a poll is demanded by a member, it shall be taken at that meeting in such a manner as the Chairperson may direct and the Chairperson must declare the result of the resolution on the basis of the poll.
- 20.8 A poll that is demanded on the election of a Chairperson or on a question of an 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 Chairperson may direct.

21. PROXY

- 21.1 Each member shall be entitled to appoint another member as their proxy at a General Meeting.
- 21.2 Proxy Forms must be received by the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 21.3 The appointment of a proxy must be in writing and signed by the member making the appointment.
- 21.4 The member appointing the proxy may give specific directions as to how the proxy is to vote on their behalf, otherwise the proxy may vote on behalf of the member in any matter as they see fit.
- 21.5 The Committee has approved a form for the appointment of a proxy (Appendix 1) but 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.

22. USE OF TECHNOLOGY

- 22.1 A member not physically present at a meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- 22.2 For the purpose of this Rule, a member participating in a meeting as permitted under Subrule 22.1 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

- 22.3 In this Rule, 'member' includes Committee Member and 'meeting' includes General Meeting and Committee Meeting.

23. COMMITTEE OF MANAGEMENT

- 23.1 The affairs of the Association shall be managed by the Committee of Management constituted as provided in Rule 25.
- 23.2 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 (consistent with these Rules and the Act), other than those powers and functions that the members are required to exercise at a General Meeting (under these Rules and the Act); and
 - (c) Subject to these Rules, the regulations and the Act, has the 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.
- 23.3 The Committee can delegate any of its powers and functions to a committee member, a sub-committee or a member, other than the power of delegation or a duty imposed on the Committee by the Act or under any other law.
- 23.4 The delegation shall be under the direction, and responsible to, the committee with terms of reference it considers appropriate.

24. OFFICE BEARERS

- 24.1 The officers of the Association shall be: -
- (a) A President;
 - (b) A Vice-President;
 - (c) A Treasurer; and
 - (d) A Secretary.
- 24.2 Each officer of the Association shall hold office until the Annual General Meeting after the date of their election.
- 24.3 A candidate seeking election as President shall be eligible to serve in that role for a total of four consecutive one-year terms. That period may be extended by a further one year if, during the time prescribed for nominations for election in the fourth year of the serving President's term of office, there are no nominations for the office of President.
- 24.4 A person who has previously served in the office of President shall not be eligible to be re-elected to the office of President during the period of two years immediately following the conclusion of their last term of office as President.
- 24.5 There are no time limits restricting the period during which a person may serve in the office of Vice-President, Secretary or Treasurer.

25. THE COMMITTEE

- 25.1 Subject to Section 23 of the Act, the Committee shall consist of: -
- (a) The officers of the Association; and
 - (b) Up to six ordinary members - each of whom shall be elected at the Annual General Meeting of the Association in each year.
- 25.2 Each ordinary member of the Committee shall, subject to these Rules, hold office until committee positions are declared vacant by the Chairperson at the Annual General Meeting next after the date of their election but is eligible for re-election.
- 25.3 An ordinary member of the Committee may be appointed Membership Secretary to administer all matters concerned with membership of the Association.
- 25.4 In the event of a casual vacancy occurring in an office referred to in Subrule 24.1 or 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 Chairperson declares all committee positions vacant at the Annual General Meeting next following the date of the appointment.
- 25.5 If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.

26. ELECTION OF OFFICERS AND COMMITTEE

- 26.1 A member is eligible to be elected or appointed as an officer or ordinary committee member if the member is 18 years or over and entitled to vote at General Meetings.
- 26.2 Eligible members nominating for election as officers or as ordinary committee members of the Association may nominate themselves or, with the members consent, be nominated by another member.
- 26.3 The nomination shall be made in writing, signed by the candidate and shall be delivered to the Secretary of the Association not less than 7 days before the date of the Annual General Meeting.
- 26.4 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.
- 26.5 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- 26.6 If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.

27. BALLOT

- 27.1 If there are more candidates for a position than the number to be elected, a ballot must be held.
- 27.2 An election is usually conducted by show of hands but can be held by secret ballot if requested by a member or the Chair.
- 27.3 The Chair of the meeting must appoint a returning officer to conduct the ballot (who may be the Chair of the meeting).
- 27.4 The candidates may each make a short speech in support of their election.
- 27.5 For a secret ballot, the returning officer must give:

- (i) each member present in person or by representative, and
- (ii) each proxy validly appointed by a member,

a blank piece of paper if the election is held in person or, for those present through the use of technology, an equivalent means of recording their vote.

- 27.6 For each ballot, voters must indicate the candidate or candidates they wish to vote for, including (if not already listed) writing the names of those candidates.
- 27.7 Ballot papers that do not comply with these requirements are informal (not valid).
- 27.8 Each formal ballot paper where the name of a candidate has been written down counts as one vote for that candidate.
- 27.9 The returning officer must declare elected the number of candidates to be elected who receive the most votes, subject to the requirement below.
- 27.10 If two or more candidates receive the same number of votes, and not all of those candidates are to be elected, the returning officer must conduct a further ballot, or with the agreement of those candidates, decide by lot which of them is to be elected.

28. VACATION OF OFFICE

- 28.1 A person ceases to be an Officer of the Association or a Committee Member if they:
 - (a) die;
 - (b) resign by writing to the Committee or the Secretary;
 - (c) cease to be a member of the Association;
 - (d) fail to attend three consecutive Committee Meetings (other than Special or Urgent Committee Meetings) without leave of absence granted by the Committee;
 - (e) are removed by a Special Resolution of members of the Association;
 - (f) otherwise stops being a Committee Member by operation of Section 78 of the Act; or
 - (g) in the case of the Secretary, if the Secretary stops residing in Australia.

29. PROCEEDINGS OF COMMITTEE MEETINGS

- 29.1 The Committee shall meet at least 3 times in each year at such place and such times as the Committee may determine.
- 29.2 Written notice of each Committee Meeting shall be served on each member of the Committee no later than 7 days before the meeting. Notice may be given of more than one Committee Meeting at the same time. The notice must state the date, time and place of the meetings.
- 29.3 Special Meetings of the Committee may be convened by the President or by any 4 of the members of the Committee.
- 29.4 Notice shall be given to members of the Committee 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.
- 29.5 Any 4 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.

- 29.6 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:.
- (a) In the case of a Special Meeting, the meeting lapses;
 - (b) In any other case, the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the Committee Meeting is adjourned must be given in accordance with these Rules.
- 29.7 At meetings of the Committee: -
- (a) The President or in their absence the Vice-President shall preside; or
 - (b) If the President and Vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- 29.8 Questions arising at a meeting of the Committee, or of any sub-committee appointed by the Committee, shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- 29.9 Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (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.
- 29.10 In case of urgency, a meeting can be held without notice being given in accordance with Subrule 29.2, provided that as much notice as practicable is given to each Committee Member by the quickest means practicable.
- 29.11 At an Urgent Meeting, only the business for which the meeting was called may be conducted.
- 29.12 Subject to these Rules, the procedure to be followed at a Committee Meeting shall be determined by the Committee from time to time.
- 29.13 The order of business may be determined by the members present at the meeting.

30. GENERAL DUTIES OF COMMITTEE

- 30.1 As soon as practicable after being elected or appointed to the Committee, each Committee Member must become familiar with these Rules and the Act.
- 30.2 The Committee is collectively responsible for ensuring that the Association complies with the Act.
- 30.3 Among its responsibilities, the Committee is responsible for making sure:
- (a) accurate minutes of General Meetings and Committee Meetings of the Association are made and kept;
 - (b) any material personal interest disclosed at a Committee Meeting is recorded in the minutes of that Committee Meeting;
 - (c) all records, securities and relevant documents (as defined in the Act) of the Association are kept properly and in accordance with these Rules.
- 30.4 Committee Members must exercise their powers and discharge their duties:
- (a) with reasonable care and diligence;

- (b) in good faith in the best interests of the Association; and
 - (c) for a proper purpose.
- 30.5 Committee Members and former Committee Members must not make improper use of their position, or information acquired by virtue of holding their position, so as to gain an advantage for themselves or any other person or to cause detriment to the Association.
- 30.6 In addition to any duties imposed by these Rules, a Committee Member must perform any other duties imposed from time to time by resolution at a General Meeting of the Association.

31. CONFLICT OF INTEREST

- 31.1 A Committee Member who has a material personal interest in a matter being considered at a Committee Meeting must disclose their position and nature and extent of that interest to the Committee.
- 31.2 The Committee Member must not be present while the matter is being considered at the Committee Meeting and must not vote on the matter.

32. SECRETARY

- 32.1 The Secretary of the Association shall keep accurate minutes of the proceedings of each General Meeting and each Committee Meeting and any resolution on which a vote was taken and the result of the vote.
- 32.2 The minutes of Committee Meetings must record the names of members in attendance at the meeting, the business considered at the meeting and any material personal interest disclosed.
- 32.3 The Secretary must—
 - (a) keep custody of the common seal of the Association
 - (b) except as provided otherwise in these Rules, keep custody of all books, documents and securities of the Association
 - (c) subject to the Act and these Rules, provide members with access to the minutes of General Meetings and other records and documents
 - (d) perform any other duty or function imposed on the Secretary by these Rules.
- 32.4 The Secretary must give to the Registrar notice of the Secretary's appointment within 14 days after the appointment.

33. TREASURER

- 33.1 The Treasurer of the Association shall collect and receive all moneys due to the Association and make all payments authorised by the Association.
- 33.2 The Treasurer must –
 - (a) keep correct records showing the financial affairs of the Association with full details of all receipts and expenditures connected with the activities of the Association;
 - (b) ensure that the financial records of the Association are kept in accordance with the Act.

- (c) ensure that the accounts and records referred to in Subrule 33.2(a) shall be available for inspection by members.
- 33.3 The Treasurer shall present a summary of the financial position of the Association at each Committee Meeting.
- 33.4 The Treasurer shall coordinate the preparation of the Association's financial statements and the certification by the Committee prior to the submission to the Annual General Meeting.

34. FUNDS

- 34.1 The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.
- 34.2 The Association must open a bank account from which all expenditure of the Association is made and into which all revenue is deposited.
- 34.3 All financial transactions (including electronic fund transfers and credit card payments) shall be authorised by the Committee.
- 34.4 All cheques, drafts, bills of exchange, promissory notes and other negotiable Instruments, shall be signed by one officer of the Association.
- 34.5 The Association must not distribute any surplus income or assets directly or indirectly to its members.
- 34.6 Subrule 34.5 does not prevent the Association from paying a member reimbursement for expenses properly incurred by the member or 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.

35. FINANCIAL RECORDS

- 35.1 The Association must keep financial records that -
 - (a) correctly record and explain its transactions, financial position and performance; and
 - (b) enable financial statements to be prepared as required by the Act.
- 35.2 The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
- 35.3 The Treasurer must keep in the Treasurer's custody, or under the Treasurer's control, the financial records for the current financial year and any other financial records as authorised by the Committee.
- 35.4 For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- 35.5 Without limiting Subrule 35.4, those requirements include—
 - (a) the preparation of the financial statements; and
 - (b) if required, the review or auditing of the financial statements; and
 - (c) the certification of the financial statements by the Committee; and
 - (d) the submission of the financial statements to the Annual General Meeting of the Association; and

- (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

36. NOTICES

- 36.1 Any notice required to be served on a member or a Committee Member under these Rules may be served:
 - (a) by handing the notice to the member personally; or
 - (b) by sending the notice to each member's postal address or email address as recorded on the Register of Members.
- 36.2 Subrule 36.1 does not apply to notice given under Subrule 29.10.
- 36.3 Notice to the Association or the Committee may be sent by email to the email address of the Secretary or sending it by post to the Post Office Box of the Association.

37. CUSTODY OF RECORDS

- 37.1 The Treasurer shall keep custody of, or under their control, the financial records of the Association.
- 37.2 The Secretary shall keep custody of, or under their control, all books, documents and securities of the Association (other than the financial records held by the Treasurer).
- 37.3 A member is entitled to, subject to these Rules, inspect these Rules, minutes of General Meetings, the Members Register, financial statements, financial records and other relevant documents relating to the transactions, dealings, securities or business of the Association.
- 37.4 Subject to these Rules, a member can request copies of these documents (with the exception of the Members Register).
- 37.5 Subject to the Act, members cannot inspect Committee Meeting minutes or parts of the minutes, unless the Committee specifically allows it.
- 37.6 The Committee can refuse a member's request to inspect records, or provide only limited access, if the documents contain confidential, personal, commercial or legal matters, or where to do so may be prejudicial to the interest of the Association.
- 37.7 For the purposes of this Rule 'relevant document' means any record or other document, however compiled, recorded or stored, that relates to the incorporation and management of the Association.

38. COMMON SEAL

- 38.1 The Common Seal of the Association shall be kept in the custody of the Secretary.
- 38.2 The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures of two members of the Committee.

39. ALTERATION OF RULES

- 39.1 These Rules may only be altered, added to or replaced by a Special Resolution at a General Meeting of the Association.

40. WINDING UP OR CANCELLATION

- 40.1 The Association shall be wound up voluntarily if, at a Special General Meeting convened in accordance with these Rules, a majority of not less than three-fourths (3/4) of the members entitled to under these Rules, voting in person or by proxy, so resolve by Special Resolution.
- 40.2 In the event of the winding up or cancellation of the Association, the surplus assets must be given to a body that has similar purposes to the Association and which is not carried on for profit or gain of its individual members.
- 40.3 The body to which the surplus assets are to be given must be decided by a Special Resolution.
- 40.4 In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.