

**RULES OF SOKOL MELBOURNE INC.  
A0030170P**

1. NAME

The name of the incorporated association is Sokol Melbourne Inc. (in these rules called "the Association").

2. INTERPRETATION

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

"the Act" means the Associations Incorporation Act 1981 (as amended)

"Chairman" means the President, vice-President or other person elected to chair a General Meeting.

"Committee" means the Committee of Management of the Association.

"financial member" means during any given financial year a member who has paid his membership fees in respect of that financial year

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

"General Meeting" (whether annual or special) means a general meeting of members convened in accordance with rule 12.

"honorary member" means a member who has been declared as such by the Committee, with such rights and privileges as the Committee may in its discretion decide.

"member" means a member of the Association.

"model rules" means the rules prescribed under section 54 of the Act;

"ordinary member of the Committee" means a member of the Committee who is not an officer of the Association under rule 23.

"President" means a person elected as such in accordance with rule 10(4).

"Public Officer" means a person appointed as such from time to time by the Committee in accordance with the Act.

"register of members" means the register of members kept in accordance with rule 7.

"the Regulations" means Regulations under the Act.

"Secretary" means a duly elected or appointed person with the duties imposed by rule 28.

- (2) In these rules, a reference to the Secretary of the Association is a reference:
  - (a) where a person holds office under these rules as Secretary of the Association - to that person; and
  - (b) in any other case, to the Public Officer of the Association.
- (3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984 and that Act as in force from time to time.
- (4) A gender includes all genders.

### 3. **OBJECTS OF THE ASSOCIATION**

The objects of the Association shall be to:

- (a) promote, provide or carry out activities, facilities or projects for the benefit or welfare of the Czech/Slovak community in Australia and, in particular, in the State of Victoria and the Melbourne Metropolitan area, including any members who have a particular need by reason of age, infirmity or disablement, poverty or social or economical circumstances;
- (b) without limiting the generality of paragraph (e) have or acquire, own, lease maintain, conduct or otherwise operate rooms and other meeting places facilities and premises and any other properties which it may from time to time require to do in pursuance of its objects;
- (c) borrow and raise any moneys required for the objects or purposes of the Association in such manner and upon such terms and on such securities as may be required and for such purposes as determined in accordance with its objects by subscription or public appeal or otherwise;
- (d) strive to attain and provide for the welfare of all members; and
- (e) do all such other lawful things as are incidental or conducive to the attainment of the aforesaid objects.

### 4. **POLICY**

The Association shall not:

- (a) espouse the cause of any one political party or religious belief and shall not in any way place limitations upon the type of person entitled to benefit from membership of the Association; and
- (b) receive any moneys without issuing receipts (if applicable) as may be required in accordance with generally accepted accounting principles.

5. **MEMBERSHIP**

- (1) A natural person who is nominated by an existing member and approved for membership as provided in these rules is eligible to be a member of the Association:
  - (a) on completion of the relevant nomination and application form and payment of the entrance fee and annual subscription payable under these rules; and
  - (b) on the condition that he will at all times be interested in the well-being of the Association, such interest to always take precedence over any personal interest of the member, and shall at all times abide by the objectives and policies of the Association.
- (2) A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership:
  - (a) unless he is nominated as provided in sub-clause (3); and
  - (b) his admission as a member is approved by the Committee (such approval shall be automatic unless otherwise determined by the Committee within three (3) months of the date of receipt of the relevant application form).
- (3) A nomination of a person for membership of the Association:
  - (a) shall be made in writing in the nomination and application form set out in Appendix 1; and
  - (b) shall be lodged with the Secretary of the Association.
- (4) As soon as is practicable after the receipt of a nomination and application form, the Secretary shall refer the application to the Committee (or, if so authorised by the Committee, process the application).
- (5) Upon a nomination and application form being referred to the Committee, the Committee shall determine whether to approve or to reject the application (such approval shall be automatic unless otherwise determined by the Committee within three (3) months of the date of receipt of the relevant nomination and application form).
- (6) The Secretary shall, upon payment of the amounts referred to in rule 6 within the period referred to in that clause (as it may be amended by the Committee from time to time), enter the applicant's name in the register of members kept by him and, upon the name being so entered, the applicant will become a member of the Association.

- (7) A right, privilege, or obligation of a person by reason 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 or resignation or otherwise.

## 6. **JOINING FEE AND ANNUAL SUBSCRIPTION**

The joining and subscription fees shall from time to time be determined by the Committee in its absolute discretion. The fees applicable for the period 1.7.98 - 30.6.99 and each subsequent period of 1 year thereafter (unless otherwise determined by the Committee) shall be as follows:

- (1) joining fee \$ - nil -; and
- (2) annual subscription \$20.00 for ordinary members and \$15.00 for pensioners payable in advance on or before the 1st of each 30 June.

## 7. **REGISTER OF MEMBERS**

The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register of members shall be available for inspection by members at the address of the Secretary or that of the Public Officer (as from time to time determined by the Committee). The register shall be conclusive evidence as to the membership of the Association at any particular time.

## 8. **RESIGNATION OF MEMBER**

- (1) A member of the Association who has paid all moneys due and payable by him to the Association may resign from the Association by first giving one month's notice in writing to the Secretary of his intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-rule (1), the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.
- (3) A member who has not paid his annual subscription within 1 year of 1 July in any year in respect of that year shall be deemed to have forfeited his membership after the expiry of the said period.

9. **DISCIPLINE OF MEMBER**

- (1) Subject to these rules, if the Committee is of the opinion that the member:
  - (a) has refused or neglected to comply with these rules; or
  - (b) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, it may by resolution:
    - (i) expel a member from the Association;
    - (ii) suspend a member from membership of the Association for a specified period; or
    - (iii) fine a member in accordance with the Regulations.
  
- (2) A resolution of the Committee under sub-rule (1):
  - (a) does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-rule (3) confirms the resolution in accordance with this rule; and
  - (b) where the member exercises a right of appeal to the Association under sub-rule (3)(d)(iii) the resolution does not take effect unless the Association confirms the resolution in accordance with this rule.
  
- (3) Where the Committee passes a resolution under sub-rule (1), the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing -
  - (a) setting out the resolution of the Committee and the grounds on which it is based;
  - (b) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after the service of the notice;
  - (c) stating the date, place and time of that meeting;
  - (d) informing the member that he may do one or more of the following:
    - (i) attend that meeting;
    - (ii) give to the Committee before the date of that meeting a written statement seeking revocation of the resolution; and

- (iii) not later than 24 hours before the date of the meeting, lodge with the Secretary a notice to the effect that he wishes to appeal to the Association in General Meeting against the resolution.
- (4) At a meeting of the Committee held in accordance with sub-rule (3), the Committee:
  - (a) shall give to the member an opportunity to be heard;
  - (b) shall give due consideration to any written statement submitted by the member; and
  - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the Secretary receives a notice under sub-rule (3) (iii), he shall notify the Committee and the Committee shall convene a General Meeting of the Association to be held within sixty (60) days after the date on which the Secretary received the notice.
- (6) At a General Meeting of the Association convened under sub-rule (5):
  - (a) no business other than the question of the appeal shall be transacted;
  - (b) the Committee may place before the General Meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
  - (c) the member shall be given an opportunity to be heard; and
  - (d) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (7) If at the General Meeting:
  - (a) two-thirds of the members present in person or by proxy vote in favour of confirmation of the resolution, the resolution is confirmed; and
  - (b) in any other case, the resolution is revoked.

## 10. ANNUAL GENERAL MEETING

- (1) The Association shall in each calendar year convene an annual General Meeting of its members.
- (2) The annual General Meeting shall be held on such day as the Committee determines subject to the relevant provisions of the Act (but in any event, within 5 months after the end of the financial year of the Association).

- (3) The annual General Meeting shall be specified as such in the notice convening it.
- (4) 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 the last preceding annual General Meeting, except where their accuracy is in question;
  - (b) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act;
  - (c) to receive from the Committee reports upon significant transactions of the Association during the last preceding financial year; and
  - (d) to elect officers of the Association and ordinary members of the Committee and, subject to the provisions of rule 32, to appoint an auditor.
- (5) The annual General Meeting may transact special business of which notice is given in accordance with these rules.
- (6) The annual General Meeting shall be held in addition to any other General Meetings that may be held in the same year.

## **11. SPECIAL GENERAL MEETINGS**

All General Meetings other than the annual General Meeting shall be called "special General Meetings".

- (1) The Committee may, whenever it thinks fit, convene a special General Meeting of the Association and, where, but for this sub-rule, more than fifteen (15) months would elapse between annual General Meetings, shall convene a special General Meeting before the expiration of that period.
- (2) The Committee shall, on the requisition in writing of members representing not less than 51 per cent of the total number of members, convene a special General Meeting of the Association.
- (3) The requisition for a special General Meeting shall state its objects and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- (4) If the Committee does not cause a special General Meeting to be held within three (3) months after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special General Meeting to be held not later than three (3) months after that date.

- (5) A special General Meeting convened by members pursuant of these rules shall be convened in the same manner as nearly as possible as that in which special General Meetings are convened by the Committee and all reasonable expenses incurred in convening the special General Meeting shall be refunded by the Association to the persons incurring the expenses.

## 12. CONVENING OF GENERAL MEETINGS

- (1) The Secretary of the Association shall, at least 21 days before the date fixed for holding a special General Meeting or an annual General Meeting of the Association, cause to be:
  - (a) sent to each member of the Association at his address appearing in the register of members, a notice by prepaid post stating the place, date and time of the special General Meeting or annual General Meeting and the nature of the business to be transacted at that meeting; or
  - (b) published such details as are required by paragraph (a) hereof in the periodic publication of the Association, Kvart (or any substitute or successor publication).
- (2) No business other than that set out in the notice convening the special General Meeting or annual General Meeting shall be transacted at that meeting.
- (3) A member desiring to bring any business before a special General Meeting or annual General Meeting may give notice of that business in writing to the Secretary, who may include that business in the notice calling the next General Meeting after the receipt of the notice.

## 13. PROCEEDINGS AT MEETINGS

- (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.
- (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 General Meeting is considering that item.
- (3) Five (5) members personally present (being members entitled under these rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting and (5) at a special General Meeting.



- (4) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the General Meeting, if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the General Meeting is adjourned) at the same place and if at the adjourned General Meeting the quorum is not present within half an hour after the time appointed for the commencement of the General Meeting, the members present (being not less than 3) shall be a quorum.

#### **14. CHAIRMAN OF MEETING**

- (1) The President, or in his absence, the vice-President, shall preside as Chairman at each General Meeting of the Association.
- (2) If the President and the vice-President are absent from a General Meeting, the members present shall elect one of their number to preside as Chairman at the General Meeting.

#### **15. ADJOURNMENT**

- (1) The Chairman of a General Meeting at which a quorum is present may, with the consent of the General Meeting, adjourn the General Meeting from time to time and place to place, but no business shall be transacted at an adjourned General Meeting other than the business left unfinished at the General Meeting at which the adjournment took place.
- (2) Where a General Meeting is adjourned for 14 days or more, a like notice of the adjourned General Meeting shall be given as in the case of the original General Meeting.
- (3) Except as provided in sub-rules (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned General Meeting.

#### **16. MANNER OF VOTE DETERMINATION AND RECORDING**

A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the 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 has been made, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution shall be evidence of the fact.

17. **VOTING**

- (1) Upon any question arising at a General Meeting of the Association, a member has one vote only.
- (2) **All** votes shall be given personally or by proxy.
- (3) In the case of an equality of Voting on a question (whether on a show of hands or on a poll), the Chairman of the General Meeting is entitled to exercise a second or casting vote.

18. **POLL**

- (1) If at a General Meeting a poll on any question is demanded by not less than three (3) members, it shall be taken at that General Meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the General Meeting on that question.
- (2) A poll that is demanded on the election of a Chairman 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 General Meeting as the Chairman may direct.

19. **ENTITLEMENT TO VOTE**

A member is not entitled to vote at any General Meeting unless all moneys due and payable by him to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

20. **PROXY VOTING**

- (1) Each member shall be entitled to appoint another member (including, without limitation, any member of the Committee) as his proxy by notice given to the Secretary no later than 24 hours before the time of the General Meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in or substantially in the form set out in Appendix 2.

21. **COMMITTEE OF MANAGEMENT**

- (1) The affairs of the Association shall be managed by the Committee constituted as provided in rule 22.

- (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.

## 22. OFFICERS OF THE COMMITTEE

- (1) The officers of the Committee of the Association shall be:
  - (a) a President;
  - (b) a Vice-President;
  - (c) a Treasurer; and
  - (d) a Secretary,

all of whom must be current financial or honorary members of the Association.
- (2) The provisions of rule 24 so far as they are applicable and with any necessary modifications, apply to and in relation to the election of persons to any of the officers mentioned in sub-rule (1);
- (3) Each officer of the Committee of the Association shall hold office until the annual General Meeting next after the date of his election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in sub-rule (1) the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual General Meeting next following the date of his appointment.

23. **COMPOSITION OF THE COMMITTEE**

(1) Subject to section 23 of the Act, the Committee shall consist of:

(a) the officers of the Committee of the Association; and

(b) <sup>3</sup> ~~three~~ and up to ten (10) ordinary members,

each of whom shall be elected at the annual General Meeting of the Association in each year.

(2) Each ordinary member of the Committee shall, subject to these rules, hold office until the annual General Meeting next after the date of his election but is eligible for re-election.

(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 General Meeting next following the date of his appointment.

24. **ELECTION OF COMMITTEE**

(1) Nominations of candidates for election as officers of the Committee of the Association or 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 endorsed on the form of nomination); and

(b) shall be delivered to the Secretary of the Association not less than fourteen (14) days before the date fixed for the holding of the annual General Meeting.

(2) 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.

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

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

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

- (6) A nomination of a candidate for election under this rule is not valid if that candidate has been nominated for another office for election at the same election.

## 25. VACANCY OF COMMITTEE MEMBERSHIP

For the purposes of these rules, the office of an officer of the Committee 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 Corporations Law; or
- (c) resigns his office by notice in writing given to the Secretary.

## 26. PROCEDURE OF COMMITTEE

- (1) The Committee shall meet at least ten (10) times in each year at such place and such times as the Committee may determine, provided that the interval between any two (2) consecutive meetings shall not exceed two (2) months.
- (2) Special meetings of the Committee may be convened by the President or by any three (3) of the members of the Committee, including at least two (2) officers.
- (3) 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.
- (4) Any three (3) members of the Committee, including at least two (2) officers, constitute a quorum for the transaction of the business of a meeting of the Committee.
- (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.
- (6) At meetings of the Committee:
  - (a) the President or in his absence the vice-President shall preside; or
  - (b) if the President and the vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- (7) 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 manner as the person presiding at the meeting may determine.

- (8) 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.
- (9) Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to him at a reasonable time before the meeting or by sending it by prepaid post addressed to him at his usual or last known place of abode at least two business days before the date of the meeting. Alternatively, the provisions of this paragraph shall be deemed to have been satisfied if the Secretary contacts a Committee member by telephone or in person to serve notice of the meeting.
- (10) Subject to sub-rule (4) the Committee may act notwithstanding any vacancy on the Committee.
- (11) A member of the Committee absenting himself from three (3) consecutive meetings without an acceptable apology or leave shall at the request of the majority of the members of the Committee resign from the Committee.

## 27. **SUB-COMMITTEE**

- (a) Members of the Association or interested individuals shall have the right with the consent of the Committee to form sub-committees according to the needs of the Association. At least one member of the Committee will automatically become member of all sub-committees and will report the affairs of the sub-committees to the Committee.
- (b) the quorum requisite for a sub-committee shall be one half of the members of that sub-committee.

## 28. **DUTIES OF SECRETARY**

**The** Secretary of the Association shall keep accurate minutes of the resolutions and proceedings of each General Meeting and each Committee meeting in books provided for that purpose together with a record of the names of persons present at Committee meetings and, except as otherwise provided in these rules (refer rule 29), shall also keep in his custody or under his control all books, documents and securities of the Association.

The Secretary shall, on request, make these available for inspection and copying upon request by any member of the Association. The Secretary shall also deal with correspondence and motions as directed and notify all members of meetings and perform the duties referred to in rules 7 and 35 (as applicable).

29. **DUTIES OF TREASURER**

- (1) The Treasurer of the Association:
  - (a) shall collect and receive or cause to be collected and received all moneys due to the Association and make or cause to be made all payments authorised by the Committee (such authority being delegated at all times to the Treasurer except for unusual capital expenditure); and
  - (b) shall keep financial statements, books, documents and securities showing the financial affairs of the Association with details of all receipts and expenditure connected with the activities of the Association.
- (2) The financial statements and books referred to in sub-rule 29(1)(b) shall be available for inspection and copying by members upon request at a time and place first mutually agreed between the Treasurer and the member.

30. **FINANCE**

- (1) The Committee shall take the necessary steps to open a bank account in the name of the Association and all moneys received shall be paid into that account forthwith, unless otherwise directed by the Treasurer with the sanction of the Committee or by the Committee. Other accounts may be opened from time to time or investments undertaken at the recommendation of the Treasurer with the agreement of the Committee in accordance with rules 21 and 26.
- (2) At least once a year the financial statements of the Association shall be inspected by the auditor(s) appointed by the annual General Meeting (if for any reason an auditor is not appointed by the annual General Meeting, an auditor shall be appointed by the Committee).
- (3) The financial year shall run from the 1 July to 30 June of the following year.
- (4) At least three (3) times a year the financial statements shall be inspected by the three (3) members that constitute the elected Treasurer's overseeing committee (elected by the Committee from within its officers and/or ordinary members).
- (5) Funds of the Association shall be derived without limitation from members' fees and subscriptions, income from investments (if any), donations, proceeds of functions and undertakings, grants, borrowings and proceeds of raisings and such other sources as the Committee determines from time to time.

31. ASSETS

The assets of the Association, whether income and/or property shall not be given or transferred in any way to a member(s) of the Association, excepting that payment (or advance) in good faith may be made of remunerations to a member(s) of the Association for services rendered to the Association, or for goods or services supplied in the ordinary way of business, or for reasonable out-of-pocket expenses incurred by a member of the Association acting under the authority, including any standing authority, of the Committee.

32. AUDITOR

At each annual General Meeting an auditor shall be appointed who shall carefully audit all accounts of the Association and report to the following annual General Meeting (if for any reason an auditor is not appointed by an annual General Meeting, an auditor shall be appointed by the Committee). The auditor so appointed shall be a member of the Australian Society of Certified Practising Accountants (ASCPA) or the Institute of Chartered Accountants (ICA), if available, or shall be a person qualified in business practice who can carry out the duties of auditor, and shall not be a member of the Committee.

33. REMOVAL OF COMMITTEE MEMBER

- (1) The Committee may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member.
- (2) Where the member to whom a proposed resolution referred to in sub-rule (1) applies makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or, if they are not so sent, the member may require that they be read out at the next annual General Meeting.

34. CHEQUES ETC.

All cheques, drafts, bills or exchange, promissory notes and other negotiable instruments shall be signed by the Treasurer or the Secretary (under delegation from the Treasurer) or by two (2) members of the Committee.

35. COMMON SEAL

- (1) The common seal of the Association shall be kept in the custody of the Secretary (or such other officers of the Committee as determined by the Committee).
- (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 either of two (2) members of the Committee or of one member of the Committee and of the Public Officer of the Association.

**36. ALTERATION OF RULES AND STATEMENT OF PURPOSES**

These rules and the statement of purposes of the Association shall not be altered except in accordance with the Act.

**37. NOTICES**

- (1) A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his address shown in the Register of Members or by being published in the periodic publication of the Association, Kwart (or any substitute or successor publication).
- (2) Where a document is properly addressed prepaid and posted to a person as a letter (or as the aforementioned publication), the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

**38. DISSOLUTION**

- (a) The Association shall not be wound up or dissolved except by the consent of three-fourths of those present in person or by proxy at a special General Meeting of financial members of the Association, such meeting having been specially called for that purpose.
- (b) Any and all assets remaining after full settlement of all just debts and liabilities incurred by the Association shall be disposed of by transfer to some other institution or organisation having similar objects to those of the Association which has, in its constitution, a rule or paragraph prohibiting the gift of transfer of its assets to one of its members or subscribers.

**39. RULES**

- (a) The Committee in furtherance of the approved objects may make additional rules for matters pertaining to the normal functions of the Association. Such additional rules shall be entered into the minutes of the Association and be attached to a copy of the Association's constitution and rules. No additional rules shall be adopted which are in a way contrary to the provisions of this constitution and these rules.
- (b) An additional rule may be revoked or amended at a meeting of the Committee, provided notice of such intention is given to members of the Committee at least 14 days prior to such meeting.

40. AMENDMENTS TO RULES

The financial members shall have the power to alter these rules at an annual General Meeting or at a special General Meeting specially convened for the purpose, at the request of the Committee or at the written request of any 10 financial members of the Association. At least twenty one (21) days notice of such a meeting must be given and the nature of the proposed alterations and the intention that a special resolution to that effect will be proposed at the meeting must be specified in the notice. Alterations to these rules must be approved by at least three quarters of the subscribers present in person or by proxy and voting at the meeting. A declaration by the Chairman to the effect that the resolution has been carried shall be conclusive proof of the fact unless a poll is demanded. Such alterations shall only become valid when lodged with the Registrar in accordance with the Act.

41. ANNUAL RETURNS

Such documents as may from time to time be required under the Act to be lodged with the Registrar must be so lodged, following the annual General Meeting each year, within the time prescribed under the Act.

42. DISPUTE RESOLUTION

Any method of dispute resolution from time to time prescribed by the model rules or the Act shall be binding upon the Association.

