

CANBERRA ORNITHOLOGISTS GROUP INCORPORATED

OBJECTS OF THE ASSOCIATION **(Incorporating amendments to 13 November 2019)**

1. To encourage interest in, and develop knowledge of, the birds of the Canberra region;
2. To promote and co-ordinate the study of birds; and
3. To promote the conservation of native birds and their habitats.
4. To establish and maintain a public fund under the rules of the association to be called the Canberra Birds Conservation Fund. The fund is established for the specific purpose of supporting the association's environmental objects and will comply with subdivision 30-E of the Commonwealth *Income Tax Assessment Act 1997*.

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CANBERRA ORNITHOLOGISTS GROUP INCORPORATED

RULES OF THE ASSOCIATION (Incorporating amendments to 11 November 2015)

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PART 1 – PRELIMINARY

1. Interpretation

In these rules, unless a contrary intention appears–

association means Canberra Ornithologists Group Incorporated;

Department means the Commonwealth Department of the Environment or any other Commonwealth Department that is designated from time to time as having responsibility for environmental matters.

financial year means the year ending on 30 June;

member means a member, however described, of the association;

ordinary committee member means a member of the committee who is not an office-bearer of the association as mentioned in paragraph 12 (1) (a);

secretary means the person holding office under these rules as secretary of the association or, if no such person holds that office, the public officer of the association;

the Act means the *Associations Incorporation Act 1991* of the Australian Capital Territory;

the Regulation means the *Associations Incorporation Regulation 1991*.

1A Application of the Legislation Act 2001

The *Legislation Act 2001* applies to these rules in the same way as it would if they were an instrument made under the Act.

PART 2 – MEMBERSHIP

2. Membership categories and qualifications

- (1) The association has the following categories of membership–
 - (a) Ordinary membership; and
 - (b) Family membership; and
 - (c) Student membership; and
 - (d) Institutional membership.
- (2) A person or institution is qualified to be a member if–
 - (a) the person or institution is a person or institution mentioned in section 21 (2) (a) or (b) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act; or
 - (b) the person or institution has applied for membership in accordance with subrule 3 (1) and has been approved for membership of the association by the committee of the association.
- (3) At general meetings of the association, members are entitled to vote as follows:
 - (a) ordinary, student and institutional members: one vote each;
 - (b) family members: one vote for each family member whose name appears on the register of members.

3. Application for membership

- (1) An application by a person or institution for membership of the association must be lodged with the secretary of the association. Accompanying the application must be the entrance fee (if any) and the first year's annual subscription.
- (2) As soon as is practicable after receiving an application for membership, the secretary must refer the application to the committee which must decide whether to approve or to reject the application.
- (3) If the committee decides to approve an application for membership, the secretary must as soon as practicable after that decision notify the nominee of that approval.
- (4) The secretary must, on approval of the application by the committee and on payment by the applicant of the amounts referred to in subrule (1), 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.
- (5) A person who has been expelled from the association is not eligible to become a member of the association again unless the person's application is approved by the committee of the association.

4. Membership entitlements not transferable

A right, privilege or obligation which a person or institution has by reason of being a member of the association—

- (a) cannot be transferred or transmitted to another person or institution; and
- (b) terminates on cessation of the person's or institution's membership.

5. Cessation of membership

A person or institution ceases to be a member of the association if the person or institution—

- (a) dies or, in the case of a body corporate, is wound up; or
- (b) resigns from membership of the association; or
- (c) is expelled from the association; or
- (d) fails to renew membership of the association by paying the annual membership fee within three months of the end of the association's financial year .

6. Resignation of membership

(1) A member is not entitled to resign from membership of the association except in accordance with this rule.

(2) A member who has paid all amounts payable by the member to the association may resign from membership of the association by first giving notice (of not less than one month or, if the committee has determined a shorter period, that shorter period) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

(3) If a person or institution ceases to be a member, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. Fee, subscriptions etc.

(1) The entrance fee to the association is \$1 or, if any other amount has been determined by resolution of the committee, such other amount.

(2) The annual membership fee of the association is \$2 or, if any other amount has been determined by resolution of the committee, that other amount.

(3) The annual membership fee is payable—

- (a) except as provided by paragraph (b)—within three months of the end of the association's financial year; or
- (b) if a person becomes a member on or after that date—within three months of the end of the association's financial year in each succeeding year.

8. Members' liabilities

The liability of a member to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount (if any) unpaid by the member in respect of membership of the association as required by rule 7.

9. Disciplining of members

(1) If the committee is of the opinion that a member—

- (a) has persistently refused or neglected to comply with a provision of these rules; or
- (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association,

the committee may, by resolution—

- (c) expel the member from the association; or
- (d) suspend the member from the rights and privileges of membership of the association that the committee may decide for a specified period.

(2) A resolution of the committee under subrule (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subrule (3), confirms the resolution in accordance with this rule.

(3) Where the committee passes a resolution under subrule (1), the secretary must, as soon as practicable, cause a notice in writing to be served on the member—

- (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 days and not later than 28 days after service of the notice;
- (c) stating the date, place and time of that meeting; and
- (d) informing the member that the member may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.

(4) Subject to the Act, section 50, at a meeting of the committee mentioned in subrule (2), the committee must—

- (a) give to the member mentioned in subrule (1) an opportunity to make verbal representations;
- (b) give due consideration to any written representations submitted to the committee by that member at or before the meeting; and
- (c) by resolution determine whether to confirm or to revoke the resolution of the committee made under subrule (1).

(5) If the committee confirms a resolution under subrule (4), the secretary must, within 7 days after that confirmation, by written notice inform the member of that confirmation and of the member's right of appeal under rule 10.

(6) A resolution confirmed by the committee under subrule (4) does not take effect—

- (a) until the expiration of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or

- (b) if within that period the member exercises the right of appeal— unless and until the association confirms the resolution in accordance with subrule 10 (4).

10. Right of appeal of disciplined member

(1) A member may appeal to the association in general meeting against a resolution of the committee which is confirmed under subrule 9 (4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

(2) Upon receipt of a notice under subrule (1), the secretary must notify the committee which must convene a general meeting of the association to be held within 21 days after the date when the secretary received the notice or as soon as possible after that date.

(3) Subject to the Act, at a general meeting of the association convened under subrule (2)—

- (a) no business other than the question of the appeal may be transacted;
- (b) the committee and the member must be given the opportunity to make representations in relation to the appeal verbally or in writing, or both; and
- (c) the members present must vote by secret ballot on the question of whether the resolution made under subrule 9 (4) should be confirmed or revoked.

(4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under subrule 9 (4), that resolution is confirmed.

PART 3 – THE COMMITTEE

11. Powers of the committee

The committee, subject to the Act, the regulation, these rules, and to any resolution passed by the association in general meeting–

- (a) controls and manages the affairs of the association;
- (b) has power to co-opt a member or members to the committee;
- (c) may exercise all functions that may be exercised by the association other than those functions that are required by these rules to be exercised by the association in general meeting; and
- (d) has power to perform all acts and do all such things that appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

12. Constitution and membership

(1) The committee consists of–

- (a) the office-bearers of the association; and
- (b) not fewer than four nor more than ten other ordinary committee members, each of whom must be elected under rule 13 or appointed in accordance with subrule (4).

(2) The office-bearers of the association are–

- (a) the president;
- (b) the vice-president;
- (c) the treasurer; and
- (d) the secretary.

(3) Each member of the committee holds office, subject to these rules, until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

(4) If there is a vacancy in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed holds office, subject to these rules, until the conclusion of the next annual general meeting after the date of the appointment.

13. Election of committee members

(1) Nominations of candidates for election as office-bearers of the association or as ordinary committee members–

- (a) must 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 nomination form); and
- (b) must be delivered to the secretary of the association not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

(2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations may be received at the annual general meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be vacancies.

(4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

(5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.

(6) The ballot for the election of office-bearers and ordinary committee members must be conducted at the annual general meeting in the way the committee may direct.

(7) A person is not eligible to simultaneously hold more than one position on the committee.

14. Secretary

(1) The secretary of the association must, as soon as practicable after being appointed as secretary, notify the association of his or her address.

(2) The secretary must keep minutes of–

- (a) all elections and appointments of office-bearers and ordinary committee members;
- (b) the names of members of the committee present at a committee meeting or a general meeting; and
- (c) all proceedings at committee meetings and general meetings.

(3) Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

15. Treasurer

(1) The treasurer of the association must–

- a) collect and receive all moneys owing to the association and the making of all payments authorised by the association.
- b) maintain accurate financial records from which financial statements may be prepared which provide a true and fair view of the financial affairs of the association.
- c) present the financial records and supporting documentation to the auditor or reviewer of the association's statement of accounts so that the financial statements may be conveniently audited or reviewed.
- d) retain the financial records for a minimum of seven financial years.

16. Vacancies

(1) For the purposes of these rules, a vacancy in the office of a member of the committee occurs if the member–

- (a) dies; or
- (b) ceases to be a member of the association; or
- (c) resigns the office; or
- (d) is removed from office under rule 17 (Removal of committee member); or
- (e) becomes bankrupt or personally insolvent; or
- (f) suffers from mental or physical incapacity; or
- (g) is disqualified from office under the Act, section 63 (1); or
- (h) is subject to a disqualification order under the Act, section 63A; or
- (h) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

17. Removal of committee members

The association in general meeting may by resolution, subject to the Act, section 50, remove any member of the committee from the office of member of the committee before the end of the member's term of office.

18. Committee meetings and quorum

(1) The committee must meet at least four times in each calendar year at the place and time as the committee may determine.

(2) Additional meetings of the committee may be called by any four members of the committee.

(3) Notice of a meeting of the committee must be given by the secretary to each member of the committee, verbally, in writing or by electronic mail, at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.

(4) Notice of a meeting given under subrule (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.

(5) Any six members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

(6) No business may be transacted by the committee unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week.

(7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.

(8) At meetings of the committee—

- (a) the president or, in the absence of the president, the vice-president presides; or
- (b) if the president and the vice-president are absent— one of the remaining members of the committee may be chosen by the members present to preside.

19. Delegation by committee to sub-committee

(1) The committee may, in writing, delegate to one or more sub-committees (consisting of the member or members of the association, or other person or persons, that the committee considers appropriate) the exercise of the functions of the committee that are specified in the instrument, other than—

- (a) this power of delegation; and
- (b) a function which is a function imposed on the committee by the Act, by any other Territory law, or by resolution of the association in general meeting.

(2) A function, the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

(3) A delegation under this rule may be made subject to any conditions or limitations about the exercise of any function, or about the time or circumstances, that may be specified in the instrument of delegation.

(4) Despite any delegation under this rule, the committee may continue to exercise any function delegated.

(5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.

(6) The committee may, in writing, revoke wholly or in part any delegation under this rule.

(7) A sub-committee may meet and adjourn as it considers appropriate.

20. Voting and decisions

(1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are decided by a majority of the votes of members of the committee or sub-committee present at the meeting.

(2) 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 but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

(3) Subject to subrule 18 (5), the committee may act notwithstanding any vacancy on the committee.

(4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART 4 – GENERAL MEETINGS

21. Annual general meetings—holding of

(1) The association must, at least once in each calendar year and within five months after the end of each financial year of the association, convene an annual general meeting of its members.

(2) Subrule (1) has effect subject to the powers of the Registrar-General under the Act, section 120 in relation to extensions of time.

22. Annual general meetings—calling of and business at

(1) The annual general meeting of the association must, subject to the Act, be called on the date and at the place and time that the committee considers appropriate.

(2) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is—

- (a) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and
- (b) to receive from the committee reports on the activities of the association during the last financial year; and
- (c) to elect members of the committee, including office-bearers; and
- (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, section 73 (1).

(3) An annual general meeting must be specified as such in the notice calling it in accordance with rule 24 (General meetings-notice).

(4) An annual general meeting must be conducted in accordance with the provisions of this Part.

23. General meetings—calling of

(1) The committee may, whenever it considers appropriate, convene a general meeting of the association.

(2) The committee must, on the requisition in writing of not less than twenty members, convene a general meeting of the association.

(3) A requisition of members for a general meeting—

- (a) must state the purpose or purposes of the meeting; and
- (b) must be signed by the members making the requisition; and
- (c) must be lodged with the secretary; and
- (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

(4) If the committee fails to convene a general meeting within one month after the date when a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may call a general meeting to be held not later than three months after that date.

(5) A general meeting convened by a member or members mentioned in subrule (4) must be convened as nearly as is practicable in the same way as general meetings are called by the committee and any member who thereby incurs expense is entitled to be reimbursed by the association for any reasonable expense so incurred.

24. General meetings-notice

(1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, send by pre-paid post to each member at the member's address appearing in the register of members, or to the member's electronic mail address appearing on the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

(2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, send notice to each member in the manner provided in subrule (1) specifying, in addition to the matter required under that subrule, the intention to propose the resolution as a special resolution.

(3) No business other than that specified in the notice convening a general meeting may be transacted at the meeting except, for an annual general meeting, business which may be transacted under subrule 22 (2).

(4) A member desiring to bring any business before a general meeting may give written notice of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

25. General meetings–procedure and quorum

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

(2) Thirty members present in person (who are entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

(3) If within half an hour after the appointed time for the start of a general meeting a quorum is not present, the meeting if called upon the requisition of members is dissolved and in any other case stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) 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 twenty) constitute a quorum.

26. Presiding member

(1) The president, or in the absence of the president, the vice-president, presides at each general meeting of the association.

(2) If the president and the vice-president are absent from a general meeting, the members present must elect one of their number to preside at the meeting.

27. Adjournment

(1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) If a general meeting is adjourned for 14 days or more, the secretary must give written or verbal notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in subrules (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

28. Making of decisions

(1) A question arising at a general meeting of the association is to be decided 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 person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or 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.

(2) At a general meeting of the association, a poll may be demanded by the person presiding or by not less than three members present in person at the meeting.

(3) Where the poll is demanded at a general meeting, the poll must be taken—

- (a) immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment; or
- (b) in any other case—in such manner and at such time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

29. Voting

- (1) Subject to subrule (3), upon any question arising at a general meeting of the association a member has one vote only.
- (2) All votes must be given personally; no proxies are permitted.
- (3) If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid, as per rule 7 (3).

PART 5

CANBERRA ORNITHOLOGISTS GROUP ENVIRONMENT FUND

30. The fund

(1) The Canberra Ornithologists Group Environment Fund will be known as ‘The Canberra Birds Conservation Fund’.

(2) The environmental purposes of the Fund are to support the environmental objects of the association.

(3) The Fund will be used only to support the association's environmental purposes. Any allocation of funds or property, made from the Fund to other persons or organisations, will be made in accordance with the environmental purposes of the association and not be influenced by the preferences of donors.

(4) Members of the general public are to be invited to make gifts of money or property to the Fund for the environmental purposes of the association.

(5) Money from interest on donations, income derived from donated property, and money from the realisation of such property are to be deposited into the Fund.

(6) The Fund must not receive any other money or property, including corporate sponsorship money, and gifts to it are to be kept separate from other funds of the association.

(7) A separate bank account is to be opened to deposit money donated to the Fund, including interest accruing thereon.

(8) Receipts are to be issued in the name of the Fund and proper accounting records and procedures are to be kept and used for the Fund.

(9) The Fund will be operated on a non-profit basis. None of the money or property accumulated by the Fund will be distributed to members of the association (or trustees of the Fund) apart from proper remuneration for administrative services.

(10) In the event of the winding up of the Fund, any surplus assets are to be transferred to another fund with similar objectives that is on the Register of Environmental Organisations.

(11) The Fund will be administered by a committee of management of no fewer than three persons. The committee of management will be appointed by the committee of the association. A majority of the members of the committee of management are required to have the requisite degree of responsibility to the general community, that is, persons who, because of their tenure of some public office or their position in the community, have a degree of responsibility to the community as a whole as distinct from obligations solely in regard to the environmental objectives of the association.

(12) Any changes to the membership of the committee of management of the Fund are to be advised to the Department within a reasonable time following the making of the changes.

(13) Any changes to the Rules of the Fund are to be advised to the Department within a reasonable time following the making of the changes.

(14) Statistical data about gifts to the Fund during the financial year will be provided to the Department within four months after the end of the financial year and in the form required by the Department.

(15) The association and the committee of management of the Fund agree to comply with any rules that the Commonwealth Treasurer and the Commonwealth Minister with responsibility for the environment may make to ensure that gifts to the fund are used only for the association's environmental objects.

PART 6 – MISCELLANEOUS

31. Funds–source

- (1) The funds of the association must be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting and subject to the Act, section 114, such other sources as the committee decides.
- (2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association’s bank account.
- (3) The association will, as soon as practicable after receiving any money, issue an appropriate receipt if requested to do so.

32. Funds–management

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association must be used for the objects of the association in the way that the committee decides. The income and property of the association must be used and applied solely in promotion of its objects and no portion may be distributed, paid or transferred directly or indirectly by way of dividend, bonus or profit to members of the association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by a member of the committee or employee of the association, being a member of the committee or employee authorised to do so by the committee and, if for an amount of more than \$1,000, must also be signed by a second such person.
- (3) All electronic transfers of funds must be authorised by a member of the committee or employee of the association, being a member of the committee or employee authorised to do so by the committee and, if for an amount of more than \$1,000, must also be authorised by a second such person.

33. Alteration of objects and rules

Neither the objects of the association mentioned in the Act, section 29, nor these rules may be altered except in accordance with the Act.

34. Common seal

- (1) The common seal of the association must be kept in the custody of the secretary.
- (2) The common seal must not be attached to any instrument except by the authority of the committee and the attaching of the common seal must be attested by the signatures either of two members of the committee or of one member of the committee and of the secretary.

35. Custody of books

Subject to the Act, the regulation and these rules, the secretary must keep in his or her custody or under his or her control all records, books, and other documents relating to the association.

36. Inspection of books

The records, books and other documents of the association must be open to inspection at a place in the ACT, free of charge, by a member of the association at any reasonable hour.

37. Service of notice

(1) For the purpose of these rules, a notice may be served on or given to a person:

- (a) by delivering it to the person personally, or
- (b) by sending it by pre-paid post to the address of the person, or
- (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

(2) For the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

38. Surplus property

(1) At the first general meeting of the association, the association must pass a special resolution nominating–

- (a) another association for the Act, section 92 (1) (a); or
- (b) a fund, authority or institution for the Act, section 92 (1) (b);

in which it is to vest its surplus property in the event of the dissolution or winding up of the association.

(2) Despite the provisions of subrule (1), the Association may, by special resolution, nominate an association, fund, authority or institution for the purposes of section 92 of the Act which differs from the association, fund, authority or institution nominated pursuant to subrule (1).

(3) An association nominated under subrule (1) (a) or subrule (2) must fulfil the requirements specified in the Act, subsection 92 (2).

39. The Steve Wilson Award

- (1) The committee has established the Steve Wilson Award (the Award). It recognises Steve Wilson's contributions to the association and more broadly, and acknowledges the contributions made by awardees in the spirit of Steve Wilson.
- (2) The Award is a medal inscribed with the awardee's name.
- (3) The committee may establish a sub-committee, under rule 19, known as the Steve Wilson Award Committee (SWAC), to manage the Award processes. The functions of the SWAC, include, but are not limited to—
 - (a) Promoting the Award among the association's members; and
 - (b) Receiving nominations for the Award in the manner determined by the SWAC; and
 - (c) Assessing nominations; and
 - (d) Advising the committee of the association of its decisions in response to nominations; and
 - (e) Arranging for presentations of the Award
 - (f) Other functions decided upon by the committee of the association
- (4) The Committee may establish, and from time to time amend, terms of reference for the SWAC.

40. Resolution of disputes

- (1) Application
 - (a) The grievance procedure set out in this rule applies to disputes under these Rules between—
 - (i) a member and another member;
 - (ii) a member and the committee;
 - (iii) a member and the association.
 - (b) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure under rules 9 and 10 until the disciplinary procedure has been completed.
- (2) Parties must attempt to resolve the dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.
- (3) Appointment of mediator
 - (a) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by subrule (2), the parties must within 10 days—
 - (i) notify the committee of the dispute; and
 - (ii) agree to or request the appointment of a mediator; and
 - (iii) attempt in good faith to settle the dispute by mediation.
 - (b) The mediator must be—
 - (i) a person chosen by agreement between the parties; or
 - (ii) in the absence of agreement, a person appointed by the committee (if the dispute is between a member and another member), or a person appointed or employed by the

ACT Conflict Resolution Service (if the dispute is between a member and the committee or the association).

- (c) A mediator appointed by the committee may be a member or former member of the association but in any case must not be a person who—
 - (i) has a personal interest in the dispute; or
 - (ii) is biased in favour of or against any party.

(4) Mediation process

- (a) The mediator to the dispute, in conducting the mediation, must—
 - (i) give each party every opportunity to be heard; and
 - (ii) allow due consideration by all parties of any written statement submitted by any party; and
 - (iii) ensure that natural justice is accorded to the parties throughout the mediation process.
- (b) The mediator must not determine the dispute.

(5) Failure to resolve dispute by mediation

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the law.