

**CONSTITUTION OF THE AUSTRALIAN TENPIN BOWLING SENIORS ORGANISATION
NEW SOUTH WALES INC**
Incorporated under the Associations Incorporation Act, 1984

PART 1 PRELIMINARY	2
1) DEFINITIONS	2
PART 2 MEMBERSHIP	3
2) MEMBERSHIP QUALIFICATIONS	3
3) NOMINATION FOR MEMBERSHIP	3
4) REFUSAL OF MEMBERSHIP	4
5) CESSATION OF MEMBERSHIP.....	4
6) MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE	4
7) RESIGNATION OF MEMBERSHIP.....	4
8) REGISTER OF MEMBERS	5
9) FEES AND SUBSCRIPTIONS.....	5
10) MEMBERS' LIABILITIES.....	5
11) RESOLUTION OF INTERNAL DISPUTES.....	6
12) DISCIPLINING OF MEMBERS	6
13) RIGHT OF APPEAL OF DISCIPLINED MEMBER.....	7
PART 3 THE BOARD	8
14) POWERS OF THE BOARD.....	8
16) BOARD MEMBERS	10
17) ELECTION OF MEMBERS TO THE BOARD	10
18) CASUAL VACANCIES.....	11
19) REMOVAL OF MEMBER.....	11
20) MEETINGS AND QUOROM	12
21) DELEGATION BY BOARD TO SUB-COMMITTEE	13
22) VOTING AND DECISIONS.....	13
PART 4 GENERAL MEETING.....	14
23) NOTICE	14
24) ANNUAL GENERAL MEETINGS – HOLDING OF	14
25) ANNUAL GENERAL MEETINGS – CALLING OF AND BUSINESS AT	15
26) SPECIAL GENERAL MEETINGS	15
27) ADJOURNMENT	16
28) MANNER OF THE MAKING OF DECISIONS.....	16
29) SPECIAL RESOLUTION	16
30) VOTING	16
31) PART 5 MISCELLANEOUS	17
32) INSURANCE.....	17
33) FUNDS – SOURCE.....	17
34) FUNDS – MANAGEMENT	17
35) ALTERATION OF OBJECTS AND RULES	17
36) COMMON SEAL	17
37) CUSTODY OF BOOKS.....	17
38) INSPECTION OF BOOKS.....	18
39) SERVICE OF NOTICES.....	18
APPENDIX 1	19
APPENDIX 2	20

Part 1 Preliminary

1) Definitions

- (1) Within this Constitution:
 - (a) **Commissioner** means the Commissioner of the Office of Fair Trading.
 - (b) **ordinary member** means a member of the Board who is an office-bearer of the association, as referred to in rule 16(b).
 - (c) **secretary** means:
 - (i) the person holding office under this Constitution as secretary of the association, or
 - (ii) if no such person holds that office – the public officer of the association.
 - (d) **Special general meeting** means a general meeting of the association other than an annual general meeting.
 - (e) **the Act** means the *Associations Incorporation Act 2009*.
 - (f) **the regulation** means the *Associations Incorporation Regulation 1999*.
- (2) Within this Constitution
 - (a) a reference to a function includes a reference to a power, authority and duty, and
 - (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- (3) The provisions of the *Interpretation Act 1987* apply to and in respect of this Constitution in the same manner as those provisions would so apply if this Constitution was an instrument made under the Act.
- (4) This organization shall be known as Australian Tenpin Bowling Seniors Organisation New South Wales. A reference to ATBSONSW shall be a reference to Australian Tenpin Bowling Seniors Organisation New South Wales
- (5) A reference to ATBSON shall be a reference to Australian Tenpin Bowling Seniors Organisation National Inc.

Part 2 Membership

2) Membership qualifications

- a) A person is qualified to be a member of the association if, but only if:
- b) the person is a person referred to in section 15(1) (a), (b) or (c) of the Act (see Appendix 2) and has not ceased to be a member of the association at any time after incorporation of the association under the Act,
or
- c) the person is a natural person:
 - i) who is a bowler aged 45 and is a current financial member of a Tenpin Bowling Body,
 - ii) who has been nominated for membership of the association as provided by rule 3, and
 - iii) who has been approved for membership of the association by the Board of the association.

3) Nomination for membership

a) Full Membership

- i) Membership will be open to all bowlers aged 45 and over who are current financial members of a Tenpin Bowling Body.
- ii) A nomination of a person for membership of the association:
 - (1) must be made by a member of the association in writing in the form set out in Appendix 1 to this Constitution, and
 - (2) must be lodged with the secretary of the association.
- iii) As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the to determine whether to approve or to reject the nomination.
- iv) As soon as practicable after the Board makes that determination, the secretary must:
 - (1) notify the nominee, in writing, that the Board approved or rejected the nomination (whichever is applicable), and
 - (2) if the Board approved the nomination, request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under this Constitution by a member as entrance fee and annual subscription.
- v) the secretary must, on payment by the nominee of the amounts referred to in rule (9) within the period referred to in that provision, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association.
- vi) Full members are eligible to be elected to any committee of the association.

b) Associate Membership

- i) Associate membership is open to all bowlers aged under 45 years of age who are current financial members of a Tenpin Bowling Body.

- ii) Associate members are eligible to be elected as non-executive committee members only.

c) Life membership

- i) Members become eligible for nomination for Life membership when:

(1) The member has achieved.

- (a) 10 years service on the Board; or
- (b) 10 years significant contribution to the ATBSO NSW;

- ii) Life membership can only be granted via nomination by the executive Board as follows:

(1) Providing the member meets the appropriate criteria, a motion to nominate the member for life membership is put before the executive Board, seconded and passed by unanimous vote.

- iii) A nomination for life membership may be requested by a member who has provided a CV that confirms the nominee has satisfactorily met the criteria set out in 3c) above. Such nomination must be received by the secretary at least 4 weeks prior to the holding of the next AGM.
- iv) A two-thirds majority is required to approve the resolution for life membership at the next Annual General Meeting.

4) Refusal of membership

- a) The Executive Board will have the right to refuse membership to any applicant without being bound to give any reason for such refusal provided that the Board of Directors will not capriciously refuse such application.
- b) Any person refused membership has the right of appeal to the Board of Directors of the ATBSO National

5) Cessation of membership

- a) A person ceases to be a member of the association if the person:
 - i) dies, or
 - ii) resigns membership, or
 - iii) is expelled from the association.

6) Membership entitlements not transferable

- a) A right, privilege or obligation which a person has by reason of being a member of the association:
 - i) is not capable of being transferred or transmitted to another person, and
 - ii) terminates on cessation of the person's membership.

7) Resignation of membership

- a) A member of the association is not entitled to resign that membership except in accordance with this rule.

- b) A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the Board may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- c) If a member of the association ceases to be a member under rule (5), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

8) Register of members

- a) The public officer of the association must establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- b) The register of members must be kept at the principal place of administration of the association and must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- c) A member of the association may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied or, if some other amount is determined by the Board, that other amount.

9) Fees and subscriptions

- a) Life members are exempt from all membership fees
- b) All members (except for full members) of the association must, on admission to membership, pay to the association a fee of \$1 or, if some other amount is determined by the Board, that other amount.
- c) In addition to any amount payable by the member under rule 9(b), all members (except for full members) of the association must pay to the association an annual membership fee of \$2 or, if some other amount is determined by the Board, that other amount:
 - i) except as provided by paragraph (a & b), before 1 July in each calendar year, or
 - ii) if the member becomes a member on or after 1 July in any calendar year – on becoming a member and before 1 January in each succeeding calendar year.
- d) Membership fees will be collected each year for the season commencing 1st January and ending 31st December each year.
- e) Fees will be as set by the members from time to time at the Annual General Meeting.
- f) The Financial Year of the ATBSO NSW shall be 1 November to 31 October of each year

10) Members' liabilities

- a) The liability of a member of the association 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 clause 9.

11) Resolution of internal disputes

- a) Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.
- b) At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.
- c) If a member of the ATBSONSW Board is accused in writing of failing in the proper performance of his/her duties by any financial member of the ATBSONSW:
 - i) the Board, or sub-committee duly convened under rule 21, will conduct an investigatory meeting within fourteen (14) days from receipt of the allegation.
 - ii) at the investigatory meeting both the accused and the accuser will be given an appropriate opportunity to present their case.
 - iii) If the accused refuses to attend any such meeting then that meeting will proceed in their absence.
 - iv) After hearing from both the accused and the accuser at the meeting, a two-thirds majority of the Board, or sub-committee, sustain the accusation made against the Board member.
 - v) Should the accusation be sustained the Board members position will be declared vacant.

12) Disciplining of members

- a) A complaint may be made to the Board by any person that a member of the association:
 - i) has persistently refused or neglected to comply with a provision or provisions of this Constitution, or
 - ii) has persistently and wilfully acted in a manner prejudicial to the interests of the association.
- b) On receiving such a complaint, the Board:
 - i) must cause notice of the complaint to be served on the member concerned; and
 - ii) must give the member at least 14 days from the time the notice is served within which to make submissions to the Board in connection with the complaint, and
 - iii) must take into consideration any submissions made by the member in connection with the complaint.
- c) The Board may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.

- d) If the Board expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Board for having taken that action and of the member's right of appeal under rule 13.
- e) The expulsion or suspension does not take effect:
 - i) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - ii) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 13(e); whichever is the later.

13) Right of appeal of disciplined member

- a) A member may appeal to the association in general meeting against a resolution of the Board under rule 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- b) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- c) On receipt of a notice from a member under rule 12(a), the secretary must notify the Board for the convening of a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- d) At a general meeting of the association convened under rule 12 (c):
 - i) no business other than the question of the appeal is to be transacted, and
 - ii) the Board and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - iii) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- e) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution by two-thirds majority, the resolution is confirmed.

Part 3 The Board

14) Powers of the Board

The Board is to be called the Board of management of the association and, subject to the Act, the Regulation and this Constitution and to any resolution passed by the association in general meeting:

- a) is to control and manage the affairs of the association, and
- b) may exercise all such functions as may be exercised by the association, other than those functions that are required by this Constitution to be exercised by a general meeting of members of the association, and
- c) has power to perform all such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the association.

15) Duties of the Board members

The President

- a) The President will be the Chief Executive Officer of the ATBSONSW and perform all duties of that office. Included in these duties, He/She will:
 - i) preside over all meetings of the ATBSONSW.
 - ii) see to the enforcement of all the objects, provisions and purposes of the ATBSONSW.
 - iii) make a monthly check to verify the correctness of the bank balance of all accounts of the ATBSONSW.
 - iv) form any sub-committee deemed necessary by the Executive Board in accordance with rule 21

The Vice President

- b) In the absence of the President will perform all the duties of the President and will also, on request of the President, assist in the performance of the Presidents duties or perform such tasks as the President may from time to time request.

The Secretary

- c) The Secretary will perform those duties assigned by the President, the Board, Executive Board and directions from the Annual General Meeting. Included in these duties, He/She will:
 - i) as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
 - ii) keep a permanent record of proceedings of all meetings of the ATBSONSW and the Board of directors.
 - iii) conduct all correspondence of the ATBSONSW.
 - iv) ensure that all notices of all meetings are forwarded to all financial members fourteen (14) days prior to all meetings of the ATBSONSW.
 - v) ensure that the minutes, and notices of motion are forwarded to all financial members at least thirty (30) days prior to the annual general meeting.
 - vi) keep minutes of:
 - (1) all appointments of office-bearers and members of the Board,
 - (2) the names of members of the Board present at a Board meeting or a general meeting, and
 - (3) all proceedings at Board meetings and general meetings.

- vii) Ensure that minutes of proceedings at a meeting are signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

The Treasurer

The Treasurer will:

- d) receive all dues,.
- e) ensure that all fees monies or property donated or paid to the ATBSONSW is collected and received.
- f) bank all monies received by the Treasurer within five (5) working days of such receipt.
- g) ensure that all payments are authorised by the association.
- h) ensure that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.
- i) table all current books of account or bank statements at every meeting of the Board for verification.
- j) supply to the Board a balance sheet together with a financial report at each meeting.
- k) make available the books of ATBSONSW to any member for inspection in accordance with rule 38.

The Tournament Director

- a) The Tournament Director shall:
 - i) organize and conduct such competitions as befit the purpose of the ATBSONSW.
 - ii) conduct the ATBSONSW State Championships and the ATBSONSW Teams Challenge roll off each year.
 - iii) be responsible to record and document all competitions and report the results of the same to the Board of Directors of ATBSONSW.
 - iv) be responsible to forward the dates of any and all competitions and entry forms for the same to all members, at least thirty (30) days prior to the date of competition.
 - v) be on duty for the duration of all Tournaments conducted by ATBSONSW.
- l) Any assistant or alternative appointed by the Executive Board has Tournament powers in the absence of the Tournament Director whilst remaining under the direction of the Tournament Director.
- m) The Tournament Directors decision in any matters arising out all Tournaments conducted by ATBSONSW under his/her jurisdiction shall be deemed final and no correspondence will be entered into other than that which is called for under the Tenpin Bowling Association Limited Rules and Regulations.
- n) It shall be compulsory for the Tournament Director to place before the Executive of the ATBSONSW, in writing, any problems that arise or arose from all Tournaments conducted by ATBSONSW.
- o) The Tournament Director will consult the Executive Board before any final decision is made should He/She be unsure of His/Her standing.
- p) The Tournament Director shall preside over the monthly events using averages laid down by the Rules and Regulations of ATBSO
- q) Averages used in ATBSONSW Tournaments, Championships & Masters are to be ATBSO averages established over a minimum of 16 games as at the beginning of each year. Once an average is established it will be adjusted after each Tournament. New members will use their HIGHEST verifiable average until an ATBSO average is established.

16) Board members

- a) Subject in the case of the first members of the Board to section 21 of the Act, the Board is to consist of:
- i) the office-bearers of the association, and
 - ii) 2 ordinary members,
- each of whom is to be elected at the annual general meeting of the association under rule 17
- b) The office-bearers of the association are to be:
- i) the president
 - ii) the vice-president (male)
 - iii) the vice-president (female)
 - iv) the treasurer
 - v) the secretary
 - vi) Tournament Director
 - vii) Tournament Secretary and
 - viii) two General Board Members
- c) An Assistant Secretary and Assistant Tournament Director may be appointed by the Executive Board, and in such case, may be a member of the Board.
- d) Each member of the Board is, subject to this Constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

17) Election of members to the Board

Within five weeks of the holding of the Annual General Meeting at which the election is to take place, or earlier, financial ATBSONSW members are to be provided with Nomination forms for election of the Board.

Nominations for election to the Board are limited to financial members & life members only.

Life members may temporarily chair, annual general, executive or non-executive meetings during elections of Board members or other positions.

Nominations of candidates for election as office-bearers of the association or as ordinary members of the Board:

- (1) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination),
- (2) must be delivered to the secretary of the association,
- (3) close 7days prior to the holding of the annual general meeting at which the election is to take place.

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

If insufficient further nominations are received, any vacant positions remaining on the Board are taken to be casual vacancies.

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

If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

Election shall be by way of secret ballot.

The ballot for the election of office-bearers and ordinary members of the Board is to be conducted at the annual general meeting (or at any Extra-Ordinary Meeting as may occur) in such usual and proper manner as the Board may direct.

The eligibility for nomination and election to the Board of any person who has previously served as a member of the Board, and who has been removed for any reason, shall be at the discretion of the currently serving Board.

Newly elected Officers and directors shall commence their duties immediately on election.

Retiring Officers and Directors may be invited to attend meetings in an advisory capacity until the next following ATBSO NSW Annual General Meeting.

18) Casual vacancies

a) For the purposes of this Constitution, a casual vacancy in the office of a member of the Board occurs if the member:

- i) dies, or
- ii) ceases to be a member of the association, or
- iii) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- iv) resigns office by notice in writing given to the secretary, or
- v) is removed from office under rule 12, or
- vi) their position on the Board is declared vacant under clause 11.
- vii) becomes a mentally incapacitated person, or
- viii) is absent without the consent of the Board from all meetings of the Board held during a period of 6 months.

b) If a vacancy occurs in any position within the Board, it will be filled in the following manner;

- i) The President: the Vice President will fill the vacancy.
- ii) The Vice President: a person elected by the remaining Board members from amongst their number will fill the vacancy.
- iii) In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this Constitution, until the conclusion of the annual general meeting next following the date of the appointment..

19) Removal of member

a) The association in general meeting may by resolution remove any member of the Board from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

- b) If a member of the Board to whom a proposed resolution referred to in rule 19 (a) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representation 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 the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20) Meetings and quorum

Meetings

- a) The Board must meet at least 3 times in each period of 12 months at such place and time as the Board may determine.
- b) Additional meetings of the Board may be convened by the president or by any member of the Board.
- c) Oral or written notice of a meeting of the Board must be given by the secretary to each member of the Board at least 48 hours (or such other period as may be unanimously agreed on by the members of the Board) before the time appointed for the holding of the meeting.
- d) Notice of a meeting given under rule 20 (c) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business that the Board members present at the meeting unanimously agree to treat as urgent business.

At a meeting of the Board:

- i) the president or, in the president's absence, the vice-president is to preside, or
- ii) if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the Board as may be chosen by the members present at the meeting is to preside.

Quorum

A quorum shall be held to exist if:

One third of the members of the association constitute a quorum for the transaction of the business at an annual general meeting;

Two thirds of the office holders of the Board constitute a quorum for the transaction of the business of a meeting of the Board.

No business is to be transacted by the Board unless a quorum is present

If, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week (unless another place is specified at the time of the 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).

If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the members present (being at least 3) is to constitute a quorum.

21) Delegation by Board to sub-committee

- a) The Executive Board may, by instrument in writing, delegate to one or more sub-Boards (consisting of such member or members of the association as the Board thinks fit) the exercise of such of the functions of the Board as are specified in the instrument, other than:
 - i) this power of delegation, and
 - ii) a function that is a duty imposed on the Board by the Act or by any other law.
- b) 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.

A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

Despite any delegation under this rule, the Board may continue to exercise any function delegated.

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 Board.

The Board may, by instrument in writing, revoke wholly or in part any delegation under this rule.

A sub-committee may meet and adjourn, as it thinks proper.

c) Voting and decisions

- i) Unless otherwise stipulated elsewhere Within this Constitution, matters arising at a meeting of the Board or of any sub-committee appointed by the Board are to be determined by a majority of the votes of members of the Board or sub-committee present at the meeting.
- d) Each member present at a meeting of the Board or of any sub-committee appointed by the Board (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- e) Life members voting rights are equivalent to those of a full member.
- f) Subject to rule 20(e), the Board may act despite any vacancy on the Board.
- g) Any act or thing done or suffered, or purporting to have been done or suffered, by the Board or by a sub-committee appointed by the Board, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Board or sub-committee.
- h) Any unfinancial member shall forfeit his right to speak and vote at any meeting.
- i) Voting by Proxy or by mail in any form whatsoever will not be permitted at a meeting of the Board or of any sub-committee appointed by the Board. Only votes cast by members physically present at those meetings will be permitted

Part 4 General Meeting

22) Notice

- a) 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 30 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- b) 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, cause notice to be given to each member specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- c) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business that may be transacted under rule 26(b).
- d) A member desiring to bring any business before a general meeting may give notice in writing 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.
- e) The Board shall notify all members of the date and time that the Annual General Meeting is to be convened.
- f) Nomination and Notice of motion forms must be sent to all financial members of the ATBSO NSW as soon as practicable but not less than 5 weeks of the date of the Annual General Meeting.
- g) Nominations are to close with the secretary seven (7) days before the Annual General Meeting and Notice of Motions to close with the secretary fourteen (14) days before the Annual General Meeting
In the case of an Extra-Ordinary Meeting Nomination and notice of motion forms must be forwarded to all members at least thirty (14) days before the Extra-Ordinary Meeting date.

23) Annual general meetings – holding of

- a) With the exception of the first annual general meeting of the association, the association must, at least once in each calendar year hold the Annual General Meeting in the month of December each year.
- b) The association must hold its first annual general meeting:
 - i) within the period of 18 months after its incorporation under the Act, and
 - ii) within the period of 6 months after the expiration of the first financial year of the association.
- c) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commissioner under section 26(3) of the Act.

24) Annual general meetings – calling of and business at

- a) The annual general meeting of the association is, subject to the Act and to rule 24, to be convened on such date and at such place and time as the Board thinks fit.
- b) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - i) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,to receive from the Board reports on the activities of the association during the last preceding financial year,
to elect office-bearers, the public officer and ordinary members of the Board,
to receive and approve the Financial Statements in accordance with Section 43 of the Act
to receive and consider nominations for Life Membership in accordance with 3)c)iii)An annual general meeting must be specified as such in the notice convening it.

25) Special general meetings

- a) The Board may, whenever it thinks fit, convene a special general meeting of the association.
- b) The Board must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the association.
- c) A requisition of members for a special general meeting:
 - i) must state the purpose or purposes of the meeting, and
 - ii) must be signed by the members making the requisition, and
 - iii) must be lodged with the secretary, and
 - iv) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- d) If the Board fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- e) A special general meeting convened by a member or members as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Board and any member who consequently incurs expenses is entitled to be reimbursed by the association for any expense so incurred.
- f) An special general meeting of all members of the organization will be called by the President on receipt of a written request from twenty (20) members or one fifth of the total number of members of the organization (whichever is the greatest).
- g) Such written request for a meeting must set out the reasons for convening an special general meeting.
- h) An special general meeting must be held within thirty (30) days of receipt of such a request.
- i) In the case of a special general meeting being convened all members must be given a minimum of fourteen (14) days notice of such meeting.

26) Adjournment

- a) The chairperson of 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- b) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral 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.
- c) Except as provided in clauses (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.

27) Manner of the Making of decisions

- a) Except in the case of the election of members to the Board, a question arising at a general meeting of the association is to 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 chairperson 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.
- b) At a general meeting of the association, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.
- c) If a poll is demanded at a general meeting, the poll must be taken:
 - i) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
 - ii) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs,

and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

28) Special resolution

A resolution of the association is a special resolution:

- a) if it is passed by a majority which comprises at least two-thirds of such members of the association as, being entitled under this Constitution so to do, vote in person at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or
- b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a) if the resolution is passed in a manner specified by the Commissioner.

29) Voting

- a) On any question arising at a general meeting of the association a member has one vote only.
- b) Voting by Proxy or by mail in any form whatsoever will not be permitted at General Meetings, Annual General Meetings or an Extra Ordinary General Meetings. Only votes cast by members physically present at those meetings will be permitted
- c) That at each AGM or General Meeting all financial members will be eligible to vote.
- d) The Association may not vote on any resolution by means of a postal ballot

Part 5 Miscellaneous

30) Insurance

- a) The association may effect and maintain insurance.

31) Funds – source

- a) The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the Board determines.
- b) 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.
- c) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

32) Funds – management

- a) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the Board determines.
- b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Board or employees of the association, being members or employees authorised to do so by the Board.

33) Alteration of objects and rules

- a) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association and a two-thirds majority vote of members at any Annual General Meeting of members.
- b) The Constitution of the ATBSONSW must not conflict with the Constitution of the ATBSON Inc.

34) Common seal

- a) The common seal of the association must be kept in the custody of the public officer.
- b) The common seal must not be affixed to any instrument except by the authority of the Board and the affixing of the common seal must be attested by the signatures either of 2 members of the Board or of 1 member of the Board and of the public officer or secretary.

35) Custody of books

- a) Except as otherwise provided by this Constitution, the public officer 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

- a) The records, books and other documents of the association must be available for inspection, free of charge, by a current financial member of the association.
- b) Any current financial member of may inspect the books of the association provided:
 - i) adequate notice is given to the treasurer. Adequate notice is taken to be no less than 2 working days
 - ii) it is arranged to take place at a reasonable and convenient hour.
 - iii) the inspection of the books take place in the presence of any one (1) of the Board members of ATBSONSW

37) Service of notices

- a) For the purpose of this Constitution, a notice may be served on or given to a person:
- b) by delivering it to the person personally, or
- c) by sending it by pre-paid post to the address of the person, or
- d) 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.
- e) for the purpose of this Constitution, a notice is taken, unless the contrary is proved, to have been given or served:
- f) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- g) 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
- h) 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) Dissolution

- a) In the event of the ATBSONSW ceasing to exist, all funds and assets held by the Organisation, after payment of all outstanding debts and liabilities, shall become the property of the ATSON.

Appendix 1

(Rule 3 (1))

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

..... Incorporated (incorporated under the *Associations Incorporation Act 1984*.)

I,.....
(*full name of applicant*)

of.....
(*address*)

.....hereby apply to become a
(*occupation*)
member of the above named incorporated association. In the event of my admission as a member, I agree to be bound by the rules of the association for the time being in force.

.....
Signature of applicant

Date.....

I,..... a member for the association,
(*full name*)

nominate the applicant, who is personally known to me, for membership of the association.

.....
Signature of proposer

Date.....

I,..... a member for the association,
(*full name*)

second the nomination of the applicant, who is personally known to me, for membership of the association.

.....
Signature of seconder

Date.....

Appendix 2

"Associations Incorporation Act 1984 No 143

15 Effect of incorporation

(1) On and from the date specified as the date of incorporation in a certificate of incorporation of an association granted under this Act (other than under section 14 (5)), but subject to this Act and the rules of the incorporated association:

(a) in the case of a certificate granted under section 10, the persons who were the members of the association immediately before that date or, where the certificate is granted in respect of a proposed association as referred to in section 8 (2), the persons who under that subsection authorised incorporation of the proposed association,

(b) in the case of a certificate granted under section 47, the persons who were, immediately before that date, the members of the incorporated associations which were parties to the amalgamation to which the certificate relates, or

(c) in the case of a certificate granted under section 48, the persons who, immediately before that date, were the members of the company or society in respect of which the application under that section was made,

together with any other persons who from time to time become members of the incorporated association (as from the time they become members), are an incorporated association by the name set out in the certificate, subject to any change of name effected by the issue of a new certificate of incorporation under section 14 (5)."