



**THE CONSTITUTION OF  
TOGETHER CHURCH INCORPORATED**

**A PLACE  
TO BELONG**

**Approved on 05<sup>th</sup> August 2018**

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## 1. Name of the Association

1.1. The name of the Association is Together Church Incorporated.

## 2. Interpretation

2.1. In these rules, unless the context otherwise requires:

**accounting records** has the same meaning as in the Act;

**Act** means the [Associations Incorporation Act 1964](#);

**Annual general meeting** means an annual general meeting of the Association held under rule 11;

**Association** means the association referred to in rule 1;

**association** has the same meaning as in the Act;

**auditor** means the person appointed as the auditor of the Association under rule 9;

**authorised deposit-taking institution** means a body corporate that is an authorised deposit-taking institution for the purposes of the *Banking Act 1959* (Cth);

**basic objective of the Association** has the meaning given in clause 3;

**Board** means the governing body referred to in rule 19;

**financial year** has the same meaning as in the Act;

**general meeting** means:

- a. an annual general meeting; or
- b. a special general meeting;

**officer of the Association** means a person elected as an officer of the Association at an annual general meeting or appointed as an officer of the Association under rule 21;

**ordinary business of an annual general meeting** means the business specified in subrule 11.5;

**ordinary board member** means a member of the Board other than an Officer of the Association;

**special general meeting** means a meeting of the Association, other than an Annual general meeting, convened under rule 12.;

**special resolution** has the same meaning as in the Act.

## 3. Basic Object of the Association

3.1. The basic object of the Association is to provide the structure, system and resources necessary for the establishment of many new and varied Christian communities, including

- 3.1.1. to build a network of Christian communities for the spiritual development and cultural renewal of local communities;

- 3.1.2. to provide apprenticeship-style training for persons interested in following the teachings of Jesus (a disciple who makes disciples);
- 3.1.3. to provide 'train the trainer' Christian leadership instruction for current and future leaders (leaders who train leaders);
- 3.1.4. to initiate and establish new models of Christian mission and communities;
- 3.1.5. to serve local communities in practical ways, by providing programs and/or services;

#### 4. Objects and purposes of the Association

- 4.1. The objects and purposes of the Association consist of the basic objectives of the Association and the following:
  - 4.1.1. The purchase, taking on lease or in exchange, hire or other acquisition of any real or personal property necessary or convenient for any of the objects or purposes of the Association;
  - 4.1.2. The purchase, sale or supply of, or other dealing in, goods;
  - 4.1.3. The construction, maintenance or alteration of any building or works necessary or convenient for any of the objects or purposes of the Association;
  - 4.1.4. The acceptance of a gift for any of the objects or purposes of the Association;
  - 4.1.5. The taking of any step the Board or the members of the Association at a general meeting determine expedient for the purpose of procuring contributions to the funds of the Association;
  - 4.1.6. The printing or publication of any newspaper, periodical, book, leaflet or other document the Board or the members of the Association at a general meeting determine desirable for the promotion of any of the objectives or purposes of the Association;
  - 4.1.7. The borrowing and raising of money in any manner and on terms:
    - a. the Board thinks fit; or
    - b. approved or directed by resolution passed at a general meeting;
  - 4.1.8. Subject to the provisions of the *Trustee Act 1898*, the investment, in any manner the Board determines, of any money of the Association not immediately required for any of the objects or purposes of the Association;
  - 4.1.9. The making of a gift, subscription or donation to any of the funds, authorities or institutions to which section 78A of the *Income Tax Assessment Act 1936* (Cth) relates;
  - 4.1.10. The establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Association;
  - 4.1.11. The purchase, or acquisition, and the undertaking of all or part of the property, assets, liabilities or engagements of any association with which the Association is amalgamated in accordance with the provisions of the Act and the rules of the Association; and

**4.1.12.** The doing of any lawful thing incidental or conducive to the attainment of the objectives of the Association.

## **5. Membership of the Association**

- 5.1.** A person who is nominated and approved for membership in accordance with this rule is eligible to be a member of the Association.
- 5.2.** A person is to be admitted as a member of the Association if the following conditions are met:
- 5.2.1.** the person is nominated for membership in accordance with subrule 5.3, 5.4 and 5.5; and
  - 5.2.2.** the person is approved for membership by the Board.
- 5.3.** A nomination for membership is to be:
- 5.3.1.** given to the Board, verbally or in writing, by one (1) member of the Association; and
  - 5.3.2.** accepted by a majority vote of the Board at a meeting of the Board under rule 24.
- 5.4.** A nomination for membership will be approved by the Board in accordance with the established criteria known as the 'Together Church Spiritual Formation Pathway' document, as amended from time to time.
- 5.5.** When making a nomination to the Board, the member of the Association must also consider the established criteria referred to in subrule 5.4.
- 5.6.** If a nomination is approved by the Board, the Board will:
- 5.6.1.** notify the nominee, that the nominee has been approved for membership of the Association; and
  - 5.6.2.** enter the nominee's name in the Register of Members, and at that time the nominee becomes a member of the Association.
- 5.7.** A member of the Association may resign by giving the Board a written notice of resignation.
- 5.8.** On receipt of a notice from a member of the Association under subrule 5.7, the Board is to remove the name of the member from the Register of Members.
- 5.9.** The rights, privileges and obligations of membership of the Association:
- 5.9.1.** are not transferrable to another person; and
  - 5.9.2.** terminate on the cessation of the membership.
- 5.10.** A leave of absence may be granted to a member of the Association by the Board and approval of the leave of absence is at the Board's discretion.
- 5.11.** If the Association is wound up, each member of the Association, and each former member of the Association, is not liable to contribute:
- 5.11.1.** to the assets of the Association for payment of the liabilities of the Association; and

**5.11.2.** for the costs, charges and expenses of the winding-up; and

**5.11.3.** for the adjustment of the rights of the contributors among themselves.

## **6. Income and property of the Association**

**6.1.** The income and property of the Association is to be applied solely towards the promotion of the objectives and purposes of the Association.

**6.2.** No portion of the income or property of the Association is to be paid or transferred to any member of the Association unless the payment or transfer is made in accordance with this rule.

**6.3.** The Association may:

**6.3.1.** pay a servant or member of the Association:

- a.** remuneration in return for services rendered to the Association, or for goods supplied to the Association, in the ordinary course of business of the servant or member; or
- b.** remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the servant or member for any of the objectives or purposes of the Association; or
- c.** interest at a rate not exceeding 7.25 percent (%) on money lent to the Association by the servant or member; or
- d.** a reasonable amount by way of rent for premises, or a part of premises, let to the Association by the servant or member; and

**6.3.2.** pay a member of the Board remuneration in return for carrying out the functions of a member of the Board; and

**6.3.3.** pay a member of a subcommittee remuneration in return for carrying out the functions of a member of the subcommittee; and

**6.3.4.** if requested by or on behalf of any other association, organisation or body, appoint or nominate a member of the Association to an office in that other association, organisation or body.

**6.4.** Despite subrule 6.3.1, 6.3.2 and 6.3.3, the Association is not to pay a person any amount under those subrules unless the Association or Board has first approved that payment.

**6.5.** Despite subrule 6.3.4, the Association is not to appoint or nominate a member of the Association under that subrule to an office in respect of which remuneration is payable unless the Association or Board has first approved:

**6.5.1.** that appointment or nomination; and

**6.5.2.** the receipt of that remuneration by that member.

## **7. Accounts of receipts and expenditure**

**7.1.** True accounts are to be kept of the following:

**7.1.1.** each receipt or payment of money by the Association and the matter in respect of which the money was received or paid;

- 7.1.2.** each asset or liability of the Association.
- 7.2.** The accounts are to be open to inspection by the members of the Association at any reasonable time, and in any reasonable manner, determined by the Board.
- 7.3.** The treasurer of the Association is to keep all accounting books, and general records and records of receipts and payments, connected with the business of the Association in the form and manner the Board determines.
- 7.4.** The accounts, books and records are to be kept at the Association's office or at any other place the Board determines.

## **8. Banking and finance**

- 8.1.** On behalf of the Association, the treasurer of the Association is to:
  - 8.1.1.** receive any money paid to the Association; and
  - 8.1.2.** immediately after receiving the money, issue an official receipt in respect of the money; and
  - 8.1.3.** cause the money to be paid into the account under subrule 8.2 as soon as practicable after it is received.
- 8.2.** The Board is to hold at an authorised deposit-taking institution an account in the name of the Association.
- 8.3.** The Board may:
  - 8.3.1.** receive from an authorised deposit-taking institution a cheque drawn by the Association on any of the Association's accounts with the authorised deposit-taking institution; and
  - 8.3.2.** release or indemnify the authorised deposit-taking institution from or against any claim, or action or other proceeding, arising directly or indirectly out of the drawing of that cheque.
- 8.4.** Except with the authority of the Board, a payment of an amount exceeding \$500 is not to be made from the funds of the Association.
- 8.5.** The Board may provide the treasurer with an amount of money to meet urgent expenditure, subject to any conditions the Board may impose in relation to the expenditure.
- 8.6.** A cheque, draft, bill of exchange, promissory note or other negotiable instrument is to be:
  - 8.6.1.** signed by the treasurer or, in the treasurer's absence, by any other member, or members, of the Board that the Board nominates for that purpose.

## **9. Auditor**

- 9.1.** At each annual general meeting, the members of the Association present at the meeting are to appoint a person as the auditor of the Association.
- 9.2.** If an auditor is not appointed at an annual general meeting under subrule 9.1, the Board is to appoint a person as the auditor of the Association as soon as practicable after that annual general meeting.

- 9.3. The auditor is to hold office until the next annual general meeting and is eligible for re-appointment.
- 9.4. The auditor may only be removed from office by special resolution.
- 9.5. If a casual vacancy occurs in the office of auditor, the Board is to appoint a person to fill the vacancy until the next annual general meeting.

## **10. Audit of accounts**

- 10.1. When the annual revenue of the Association is less than \$250,000 the Board has the discretion to determine if the Association will not undertake an audit.
- 10.2. If the Board determines that an audit is required, or an audit is to be undertaken in accordance with the Act, the auditor is to audit the financial affairs of the Association at least once in each financial year of the Association.
- 10.3. The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to:
  - 10.3.1. certify as to the correctness of the accounts of the Association; and
  - 10.3.2. at the next annual general meeting, provide a written report to the members of the Association present at that meeting.
- 10.4. In the report and in certifying to the accounts, the auditor is to:
  - 10.4.1. specify the information, if any, that they have required under subrule 10.6.2 and obtained; and
  - 10.4.2. state whether, in their opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the information at their disposal; and
  - 10.4.3. state whether the rules relating to the administration of the funds of the Association have been observed.
- 10.5. The treasurer of the Association is to deliver to the auditor a list of all the accounting records, books and accounts of the Association.
- 10.6. The auditor may:
  - 10.6.1. have access to the accounting records, books and accounts of the Association; and
  - 10.6.2. require from any servant of the Association any information the auditor considers necessary for the performance of their duties; and
  - 10.6.3. employ any person to assist in auditing the financial affairs of the Association; and
  - 10.6.4. examine any member of the Board, or any servant of the Association, in relation to the accounting records, books and accounts of the Association.

## **11. Annual general meeting**

- 11.1. The Association is to hold an annual general meeting each year.
- 11.2. An annual general meeting is to be held on any day (being not later than three (3) months after the end of the financial year of the Association) the Board determines.



- 11.3.** An annual general meeting is to be in addition to any other general meeting that may be held in the same year.
- 11.4.** The notice convening an annual general meeting is to specify the purpose of the meeting.
- 11.5.** The ordinary business of an annual general meeting is to be as follows:
  - 11.5.1.** to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
  - 11.5.2.** to receive from the Board, auditor and servants of the Association reports on the transactions of the Association during the last preceding financial year of the Association;
  - 11.5.3.** to elect the officers of the Association and the ordinary Board members;
  - 11.5.4.** to appoint the auditor and determine his or her remuneration;
  - 11.5.5.** to determine the remuneration of servants of the Association.
- 11.6.** An annual general meeting may transact special business of which notice is given in accordance with rule 13.

## **12. Special general meetings**

- 12.1.** The Board may convene a special general meeting of the Association at any time.
- 12.2.** The Board, on the requisition in writing of at least ten (10) members of the Association, or half of the membership whichever is the less, of the Association can convene a special general meeting of the Association.
- 12.3.** A requisition for a special general meeting:
  - 12.3.1.** is to state the objectives of the meeting;
  - 12.3.2.** is to be signed by each of the requisitionists;
  - 12.3.3.** is to be provided to a Board member;
  - 12.3.4.** may consist of several documents, each signed by one or more of the requisitionists; and
  - 12.3.5.** the Board member who receives the requisition for a special general meeting will distribute such documents as soon as possible to all members.
- 12.4.** If the Board does not cause a special general meeting to be held within twenty eight (28) days after the day on which a requisition is provided to the Board, any one or more of the requisitionists may convene the meeting within three (3) months after the day of the deposit of the requisition.
- 12.5.** A special general meeting convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a special general meeting would be convened by the Board.

## **13. Notices of general meetings**

- 13.1.** At least fourteen (14) days before the day on which a general meeting of the Association is to be held, a member of the Association is to provide in writing to every member of the Association:

**13.1.1.** the place, day and time at which the meeting is to be held; and

**13.1.2.** the nature of the business that is to be transacted at the meeting.

#### **14. Business and quorum at general meetings**

**14.1.** All business transacted at a general meeting, other than the ordinary business of an annual general meeting, is special business.

**14.2.** Business is not to be transacted at a general meeting unless a quorum of members of the Association entitled to vote is present at the time the meeting considers that business.

**14.3.** A quorum for the transaction of the business of a general meeting is ten (10) members, or half of the membership whichever is less, of the Association entitled to vote.

**14.4.** If a quorum is not present within one (1) hour after the time appointed for the commencement of a general meeting, the meeting:

**14.4.1.** if convened on the requisition of members of the Association, is dissolved; or

**14.4.2.** if convened by the Board, is to be adjourned to the same day in the next week at the same time and:

a. at the same place; or

b. at any other place specified by the chairperson:

• at the time of the adjournment; or

• by notice in a manner determined by the chairperson.

**14.5.** If at an adjourned general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.

#### **15. Chairperson at general meetings**

**15.1.** At each general meeting of the Association, the chairperson is to be the president, the vice-president, or a Board member appointed by the members present and entitled to vote at the general meeting to that role.

#### **16. Adjournment of general meetings**

**16.1.** The chairperson of a general meeting at which a quorum is present may adjourn the meeting with the consent of the members of the Association who are present and entitled to vote at the meeting, 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.

**16.2.** If a meeting is adjourned for fourteen (14) days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.

**16.3.** If a meeting is adjourned for less than fourteen (14) days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

#### **17. Determination of questions arising at general meetings**

**17.1.** A question arising at a general meeting of the Association is to be determined on a show of hands.

- 17.2.** A declaration by the chairperson that a resolution has, on a show of hands, been lost or carried, or carried unanimously or carried by a particular majority, together with an entry to that effect in the minute book of the Association, is evidence of that fact unless a further vote is demanded on or before that declaration.

## **18. Voting**

- 18.1.** On any question arising at a general meeting of the Association, a member of the Association (including the chairperson) has one vote only.
- 18.2.** All votes are to be given:
- 18.2.1.** personally; or
  - 18.2.2.** at the discretion of Board, by proxy vote.
- 18.3.** Despite subrule 18.1, in the case of an equality of votes, the chairperson has a second or casting vote.

## **19. Affairs of the Association to be managed by a Board**

- 19.1.** The affairs of the Association are to be managed by a Board of management made up as provided in rule 21.
- 19.2.** The Board:
- 19.2.1.** is to control and manage the business and affairs of the Association; and
  - 19.2.2.** may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised and performed by members of the Association at a general meeting; and
  - 19.2.3.** has power to do anything that appears to the Board to be essential for the proper management of the business and affairs of the Association.

## **20. Officers of the Association**

- 20.1.** The officers of the Association are as follows:
- 20.1.1.** one (1) president;
  - 20.1.2.** one (1) vice-president;
  - 20.1.3.** one (1) treasurer;
  - 20.1.4.** one (1) secretary; and
  - 20.1.5.** one (1) public officer.
- 20.2.** The officers of the Association are to be Board members that are appointed by the Board at the first Board meeting following the annual general meeting.
- 20.3.** Each officer of the Association is to hold office until the next annual general meeting.
- 20.4.** If a casual vacancy in an office referred to in subrule 20.1 occurs, the Board may appoint one of its members to fill the vacancy until the next annual general meeting after the appointment.

## **21. Makeup of the Board**

- 21.1.** The Board consists of a minimum of four (4) and a maximum of seven (7) board members elected at the annual general meeting.
- 21.2.** A board member is to hold office until the next annual general meeting after that at which they are elected and are eligible for re-election.
- 21.3.** If a casual vacancy occurs in the office of a board member, the Board may appoint a member of the Association to fill the vacancy until the next annual general meeting after the appointment.

## **22. Election of the Board**

- 22.1.** A nomination of a candidate for election as a Board member, is to be made in writing, signed by a member of the Association and delivered to the public officer at least seven (7) days before the day on which the annual general meeting is to be held.
- 22.2.** If insufficient nominations are received to fill all vacancies on the Board:
  - 22.2.1.** the candidates nominated are taken to be elected; and
  - 22.2.2.** further nominations are to be received at the annual general meeting.
- 22.3.** If the number of nominations received is equal to the number of vacancies on the Board to be filled, the persons nominated are taken to be elected.
- 22.4.** If the number of nominations received exceeds the number of vacancies on the Board to be filled, a ballot is to be held.
- 22.5.** If the number of further nominations received at the annual general meeting exceeds the number of remaining vacancies on the Board to be filled, a ballot is to be held in relation to those further nominations.
- 22.6.** The ballot for the election of officers of the Association and ordinary Board members is to be conducted at the annual general meeting in the manner determined by the Board.

## **23. Vacation of office**

- 23.1.** For the purpose of these rules, the office of an officer of the Association, or of an ordinary Board member, becomes casually vacant if the officer or Board member:
  - 23.1.1.** dies;
  - 23.1.2.** becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration or estate for their benefit;
  - 23.1.3.** becomes a represented person within the meaning of the *Guardianship and Administration Act 1995*;
  - 23.1.4.** resigns office in writing addressed to the Board;
  - 23.1.5.** ceases to be ordinarily resident in Tasmania;
  - 23.1.6.** is absent from three (3) consecutive meetings of the Board without the permission of the other members of the Board; or
  - 23.1.7.** ceases to be a member of the Association.

## **24. Meetings of the Board**

- 24.1.** The Board is to meet no less than four (4) times in each financial year, at any place and time the Board determines.
- 24.2.** A majority of the Board constitutes a quorum for the transaction of the business of a meeting of the Board..
- 24.3.** Business is not to be transacted at a meeting of the Board unless a quorum is present.
- 24.4.** If a quorum is not present within half an hour after the time appointed for the commencement of a meeting of the Board, the meeting is to be adjourned to the same day in the next week at the same time and at the same place.
- 24.5.** At each meeting of the Board, the chairperson is to be Board member elected to preside as chairperson by the Board members present at the meeting.
- 24.6.** Any question arising at a meeting of the Board is to be determined:
  - 24.6.1.** on a show of hands; or
  - 24.6.2.** if demanded by a member, by a vote taken at that meeting in the manner the chairperson determines.
- 24.7.** On any question arising at a meeting of the Board, a member of the Board (including the chairperson) has one (1) vote only.
- 24.8.** If there is an equality of votes on any question, the chairperson does not have a second or casting vote..
- 24.9.** Written notice of each Board meeting is to be served on each member of the Board by:
  - 24.9.1.** giving it to the member during business hours the day before the meeting is to be held; or
  - 24.9.2.** leaving it, during business hours the day before the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
  - 24.9.3.** sending it by post to the person's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post the day before the meeting is to be held; or
  - 24.9.4.** faxing it to the member's fax number; or
  - 24.9.5.** emailing it to the member's email address.

## **25. Disclosure of interests**

- 25.1.** If a member of the Board or a member of a subcommittee has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the Board or subcommittee at a meeting, the member is to, as soon as practicable after the relevant facts come to the member's knowledge, disclose the nature of the interest to the Board.
- 25.2.** If at a meeting of the Board or a subcommittee a member of the Board or subcommittee votes in respect of any matter in which the member has a direct or indirect pecuniary interest, that vote is not to be counted.

## **26. Subcommittees**

- 26.1.** The Board may:
  - 26.1.1.** appoint a subcommittee from the Board; and
  - 26.1.2.** prescribe the powers and functions of that subcommittee.
- 26.2.** The Board may co-opt any person as a member of a subcommittee without voting rights, whether or not the person is a member of the Association.
- 26.3.** A quorum for the transaction of the business of a meeting of the subcommittee is three (3) appointed members entitled to vote.
- 26.4.** The Board is to convene meetings of a subcommittee.
- 26.5.** Any question arising at a meeting of a subcommittee is to be determined:
  - 26.5.1.** on a show of hands; or
  - 26.5.2.** if demanded by a member, by a vote taken at that meeting in the manner the chairperson determines.
- 26.6.** On any question arising at a meeting of a subcommittee, a member of the subcommittee (including the chairperson) has one vote only.
- 26.7.** Written notice of each subcommittee meeting is to be served on each member of the subcommittee by:
  - 26.7.1.** giving it to the member during business hours the day before the meeting is to be held; or
  - 26.7.2.** leaving it, during business hours the day before the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
  - 26.7.3.** sending it by post to the person's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post the day before the meeting is to be held; or
  - 26.7.4.** faxing it to the member's fax number; or
  - 26.7.5.** emailing it to the member's email address.

## **27. Executive Board**

- 27.1.** The president, the vice-president, the treasurer and the secretary makeup the Executive Board.
- 27.2.** During the period between meetings of the Board, the Executive Board may issue instructions to the public officer and servants of the Association in matters of urgency connected with the management of the affairs of the Association.
- 27.3.** The Executive Board is to report on any instructions issued under subrule 27.2 to the next Board meeting.

## **28. Service of notices and requisitions**

**28.1.** Except as otherwise provided by these rules, a document may be served under these rules on a person by:

**28.1.1.** giving it to the person; or

**28.1.2.** leaving it at, or sending it by post to, the person's postal or residential address or place or address of business or employment last known to the server of the document; or

**28.1.3.** faxing it to the person's fax number; or

**28.1.4.** emailing it to the person's email address.

## **29. Expulsion of members**

**29.1.** The Board may expel a member from the Association if, in the opinion of the Board, the member is guilty of conduct detrimental to the interests of the Association.

**29.2.** The expulsion of a member under subrule 29.1 does not take effect until the later of the following:

**29.2.1.** the fourteenth day after the day on which a notice is served on the member under subrule 29.3;

**29.2.2.** if the member exercises their right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.

**29.3.** If the Board expels a member from the Association, a Board member, without undue delay, is to cause to be served on the member a notice in writing:

**29.3.1.** stating that the Board has expelled the member; and

**29.3.2.** specifying the grounds for the expulsion; and

**29.3.3.** informing the member of the right to appeal against the expulsion under rule 30.

## **30. Appeal against expulsion**

**30.1.** A member may appeal against an expulsion under rule 29 by serving on a Board member, within fourteen (14) days after the service of a notice under subrule 29.3, a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.

**30.2.** On receipt of a requisition, the public officer is to immediately notify the Board of the receipt.

**30.3.** The Board is to cause a special general meeting to be held within twenty one (21) days after the day on which the requisition is received.

**30.4.** At a special general meeting convened for the purpose of hearing an appeal under this rule:

**30.4.1.** no business other than the question of the expulsion is to be transacted; and

**30.4.2.** the Board may place before the meeting details of the grounds of the expulsion and the Board's reasons for the expulsion; and

- 30.4.3. the expelled member must be given an opportunity to be heard; and
- 30.4.4. the members of the Association who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.
- 30.5. If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion:
  - 30.5.1. the expulsion is lifted; and
  - 30.5.2. the expelled member is entitled to continue as a member of the Association.
- 30.6. If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion:
  - 30.6.1. the expulsion takes effect; and
  - 30.6.2. the expelled member ceases to be a member of the Association.

### **31. Disputes**

- 31.1. A dispute between a member of the Association, in the capacity as a member, and the Association is to be determined by arbitration in accordance with the provisions of the *Commercial Arbitration Act 2011*.
- 31.2. This rule does not affect the operation of rule 30.

### **32. Seal of Association**

- 32.1. The seal of the Association is to be in the form of a rubber stamp inscribed with the name of the association encircling the word "Seal".
- 32.2. The seal is not to be affixed to any instrument except by the authority of the Board.
- 32.3. The affixing of the seal is to be attested by the signatures of:
  - 32.3.1. two (2) members of the Board; or
  - 32.3.2. one (1) member of the Board and the public officer of the Association or any other person the Board may appoint for that purpose.
- 32.4. If a sealed instrument has been attested under subrule 32.3, it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the Board.
- 32.5. The seal is to remain at the current offices of the Association as it changes from time to time.

### **33. Dissolution of the Association**

- 33.1. In the event of the Association being wound up or dissolved, any surplus assets remaining after the payment of the Association's liabilities shall be transferred to another organisation with similar objectives and which is a not for profit organisation.