

**THE  
CONSTITUTION  
OF  
DARWIN GYMNASTIC CLUB INC  
(Not for profit club)  
NOVEMBER 2008**

**YET TO BE RETIFIED  
AT THE 2008 AGM**



**Objects and purposes of the association**

1. The name of the Association shall be Darwin Gymnastics Club Incorporated (hereinafter called "the Association").
2. The basic objects of the Association are:
  - To promote healthy recreation
  - Encourage positive sporting attitude and fellowship amongst its members
  - Encourage the coaching and promotion of gymnastics
  - Encourage and promote competitive gymnastics
  - To enhance the ability of all gymnasts within a safe and supportive training environment
3. In addition to the basic objects of the Association, the objects and purposes of the Association shall be deemed to include:
  - (a) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Association;
  - (b) the buying, selling, and supplying of, and dealing in, goods of all kinds;
  - (c) the construction, maintenance, and alteration of building or works necessary or convenient for any of the objects or purposes of the Association;
  - (d) the accepting of any gifts, whether subject to a special trust or not, for any one or more of the objects or purposes of the Association;
  - (e) the taking of such steps from time to time as the committee or the members in general meeting may deem expedient for the purposes of procuring contributions to the funds of the Association, whether by way of donation, subscriptions, or otherwise;
  - (f) the printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the committee or the members in general meeting may think desirable for the promotion of the objects and purposes of the Association;
  - (g) subject to the Associations Incorporation Act, the borrowing and raising of money in such manner and on such terms as the committee may think fit or as may be approved or directed by resolution passed at a general meeting; and securing the repayment of money so raised or borrowed or the payment of a debt or liability of the Association by giving mortgages, charges or securities upon or over all or any of the real or personal property of the Association;
  - (h) subject to the provisions of the Trustee Act, the investment of any moneys of the Association not immediately required for any of its objects or purposes in such a manner as the committee may from time to time determine;
  - (i) the making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which paragraph (a) of subsection (1) of section 78 of the Income Tax Assessment Act 1936, as amended, of the Commonwealth relates;
  - (j) 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;

- (k) the doing of all such other lawful things as are incidental or conducive to the attainment of the basic objects of the Association or of any of the objects and purposes specified in the foregoing provisions of this sub-rule.

#### **Rules of the Association**

- 4. (a) In these rules, unless the contrary intention appears  
  
"General meeting" means a general meeting of members convened in accordance with rule 13.  
  
"ordinary committee person" means a member of the committee to whom paragraph (ii) of sub-rule (a) of rule 23 relates.
- (b) In these rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.
- (c) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Interpretation Act and that Act as in force on the date on which the Association adopts these rules.

#### **Membership of Association**

- 5. (a) A person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Association on payment of the annual subscription for the current financial year prescribed in, or fixed under, these rules.
- (b) Members of the organisation are deemed to be Participating Members, Ordinary Members or Honorary Life Members.
- (c) A participating member shall be any person who is being coached in gymnastics
- (d) Ordinary members shall be:
  - (i) The Parent or Guardian of a currently financial participating member and
  - (ii) Other interested persons subject to the payment of the membership fee
- (e) Honorary Life Member bestowed by the committee upon members 18 years and over nominated and seconded in recognition of them having made a significant contribution to the club over an extended period (at least five years). A two-thirds majority of members present at an Annual General Meeting or General Meeting must endorse the nomination. Honorary life members are not required to pay the annual Darwin Gymnastics Club Membership Fee but allows for full voting rights at every Annual or General Meeting of the Association.
- (b) A person who is not a member of the Association at the time of the incorporation of the Association shall not be admitted to membership -
  - (i) unless they are nominated as provided in sub-rule (c) of this rule; and
  - (ii) the committee approves their admission as a member upon receipt of a registration form fully completed and DGC membership

and other registration fees paid in full.

- (c) Members wishing to transfer to the Association must additionally complete Gymnastics Northern Territory transfer forms.
- (d) A member of the Association may, at any time, resign from the Association by delivering or sending by post or email to the public officer a written notice of resignation.
- (e) Upon receipt of a notice under sub-rule (f) of this rule, the public officer shall remove the name of the member by whom the notice was given from the register of members, whereupon that member ceases to be a member of the Association.
- (f) A right, privilege, or obligation of a person by virtue of their membership of the Association -
  - (i) is not capable of being transferred or transmitted to another person; and
  - (ii) terminates upon the cessation of their membership, whether by death, resignation, or otherwise.
  - (iii) members are not to be liable to contribute towards payment of liabilities of the Association on a winding up.

**Membership Fees and Registrations**

- 6 (a) A financial member is a member who is not indebted to the Association in respect of any membership fees, registration fees, training fees or other payments whatsoever
- (b) Payment or tender of membership fees and registration shall be made to the Treasurer via the Office Administrator by week 3 after commencement with the club
- (c) Registration or membership fees will not be reimbursed either in whole or in part, except in extenuating circumstances, and with the prior approval of the Management Committee
- (d) Training fees will not be reimbursed in part or in whole unless the Management Committee approves after receipt of a written application from the member
- (e) The Association membership fees for each financial year shall be determined by members at each Annual General Meeting
- (f) Only Life members, Participating Members over the age of sixteen years and those ordinary members who are financial members at the time shall be entitled, subject to the lawful procedure of the meeting, to speak or vote upon any motion at the annual General meeting or General meeting of the Association.

**Register of members**

- (a) The Management Committee shall ensure the maintenance of a register in which shall be entered the names and residential addresses of all participating members of the association
- (b) A register of ordinary members and life members shall also be kept

- (c) Particulars shall also be entered of resignations, terminations and reinstatement of membership and any further particulars as the committee or the members at any Annual or General Meeting may require from time to time
- (d) The register of members shall be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for such inspection.

**Income and Property of Association**

- 6. (a) The income and property of the Association, however derived, shall be applied solely towards the promotion of the objects and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any member of the Association.
- (b) The Association shall not -
  - (i) Appoint a person who is a member of the committee to any office to the holder of which there is payable any remuneration by way of salary, fees, or allowances; or
  - (ii) pay to any such person any remuneration or other benefit in money or money's worth (other than the repayment of out-of-pocket expenses).
- (c) Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member of the Association of -
  - (i) remuneration in return for services actually rendered to the Association by the servant or member or for goods supplied to the Association by the servant or member in the ordinary course of business;
  - (ii) interest at current bank overdraft rate on money lent; or
  - (iii) a reasonable and proper sum by way of rent for premises let to the Association by the servant or member.

**Accounts of receipts, expenditure etc**

- 7. (a) True accounts shall be kept –
  - (i) of all sums of money received and expended by the Association and the matter in respect of which the receipt or expenditure takes place, and
  - (ii) of the property, credits, and liabilities of the Association.

and subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Association for the time being, these accounts shall be open to the inspection of the members of the Association.

- (b) The Treasurer of the Association shall faithfully keep all general records, accounting books, and records of receipt and expenditure connected with the operations and business of the association in such form and manner as the committee may direct.
- (c) The Accounts, books, and records referred to in sub-rule (a) and (b) of

this rule shall be kept at the Association's office or at such other place as the committee may decide.

**Banking and Finance**

8. (a) The Treasurer of the Association shall, on behalf of the Association, supervise the receipt of all monies paid to the Association.
- (b) The committee shall cause to be opened with such bank, building society or credit union as the committee selects an account in the name of the Association into which all moneys received shall be paid by the Treasurer or Treasurers delegate as soon as possible after receipt thereof.
- (c) The committee may receive from the Association's bank, credit union or building society for the time being the cheque drawn by the Association on any of its accounts with the bank, credit union or building society and may release and indemnify the bank, credit union or building society from and against all claims, actions, suits, or demands that may be brought against the bank or bankers arising directly or indirectly out of those cheques or the surrender thereof to the Association.
- (d) Except with the authority of the committee, no payment of a sum exceeding fifty dollars shall be made from the funds of the Association otherwise than by cheque drawn on the Association's bank account, but the committee may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the committee may impose.
- (e) No cheques shall be drawn on the Association's account except for the payment of expenditure that has been authorised by the committee.
- (f) All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by the Treasurer or, in their absence, by such other member or members of the committee as the committee may nominate for that purpose, and shall be countersigned by an Executive Committee Member

**Auditor**

9. (a) At each annual general meeting of the Association, the members present shall appoint a person who is not a member or the public officer of the Association as the auditor of the Association.
- (b) A person so appointed shall hold office until the annual general meeting next after that at which they are appointed, and is eligible for re-appointment.
- (c) The first auditor of the Association may be appointed by the committee before the first annual general meeting, and, if so appointed, shall hold office until the first annual general meeting, unless previously removed by a resolution of the members at a general meeting, in which case the members at that meeting may appoint an auditor to act until the first annual general meeting.
- (d) If an appointment is not made at an annual general meeting the committee shall appoint an auditor of the Association for the then current financial year of the Association.
- (e) If a casual vacancy occurs in the office of auditor during the course of a financial year of the Association, the committee may appoint a person as the auditor and the person so appointed shall hold office until the next succeeding annual general meeting.

**Audit of Accounts**

10. (a) Once at least in each financial year of the Association, the auditor shall examine the accounts of the Association.
- (b) The auditor shall certify as to the correctness of the accounts of the Association and shall report thereon to the members present at the annual general meeting.
- (c) In their report, and in certifying to the accounts, the auditor shall state -
- (i) whether they have obtained the information required by them;
  - (ii) whether, in their opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association according to the information at their disposal and the explanations given to them and as shown by the books of the Association; and
  - (iii) whether the rules relating to the administration of the funds of the association have been observed.
- (d) The Treasurer of the Association shall cause to be delivered to the auditor a list of all the accounts, books and records of the Association.
- (e) The auditor -
- (i) has a right of access to the accounts, books, records, vouchers and documents of the Association;
  - (ii) may require from the servants of the Association such information and explanations as may be necessary for the performance of their duties as auditor;
  - (iii) may employ persons to assist them in investigating the accounts of the Association; and
  - (iv) may, in relation to the accounts of the Association, examine any member of the committee or any servant of the Association.

**Annual General Meeting**

11. (a) The Association shall, in each year, hold an annual general meeting.
- (b) The annual general meeting shall be held on such day (being not later than November 30 of each year) as the committee may determine.
- (c) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.
- (c) The annual general meeting shall be specified as such in the notice convening it.
- (d) A quorum for the Annual general Meeting shall be at least twelve financial members being personally present.
- (e) The ordinary business of the annual general meeting shall be -
- (i) to confirm the minutes of the last preceding annual general meeting;

- (ii) to receive from the committee, auditor, and servants of the Association reports upon the transactions of the Association during the last preceding financial year;
- (iii) to elect the officers of the Association and the ordinary committee persons;
- (iv) to appoint the auditor and determining their remuneration; and
- (f) The annual general meeting may transact special business of which notice is given in accordance with these rules.
- (g) The Annual General Meeting shall require seven days notice of all motions to be decided at the AGM.
- (g) All general meetings other than the annual general meeting shall be called general meetings.

**Notice of Annual General Meetings**

13. The public officer of the Association shall, at least fourteen days before the date fixed for holding an Annual General Meeting of the association cause to be included in the newsletter and posted around the club premises an advertisement specifying the place, day, date and time for holding of the meeting and the nature of the business to be transacted thereat.

**Business and Quorum at General Meetings**

14. (a) All business that is transacted at general meetings and all business that is transacted at the Annual General Meeting, with the exception of that specifically referred to in these rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.
- (b) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- (c) Two Executive and two Committee members personally present (being members entitled under these rules to vote thereat) constitute a quorum for the transaction of the business of a general meeting.
- (e) If within one hour, after the appointed time for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; and in any other case it shall stand adjourned to the same day in the next week, at the same time (unless another place is specified by the chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place, and if at the adjourned meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.
- (d) The order of business at a general meeting shall be:  
 Apologies  
 Minutes of Previous meeting  
 Correspondence (in and out)  
 Business arising from previous minutes  
 Treasurers report  
 Coaches report  
 General business

- (e) the business of a General meeting shall be concluded within 2 hours of the commencement of a meeting unless by a majority vote of members present a half hour extension shall be allowed with a maximum of two such extensions granted
- President to preside at General Meetings** 15. (a) The President, or in his/her absence, the Vice President, or in the absence of both the President and the Vice-President, shall preside as chairperson at every general meeting of the Association.
- (b) or If the President and Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as chairperson thereat.
- Adjournment of General Meetings** 16. (a) The chairperson of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b) Where a meeting is adjourned for fourteen days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.
- (c) Except as provided in the foregoing provisions of this rule, it is not necessary to give any notice of an adjourned meeting.
- Determination of questions arising at General Meetings** 17. A question arising at a general meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the result 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, and 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.
- Votes** 18. (a) Upon any question arising at a general meeting of the Association, a member has one vote only.
- (b) All votes shall be given personally.
- (c) In the case of an equality of voting on a question the chairperson of the meeting is entitled to exercise a second or casting vote.
- Taking of Poll** 19. If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the chairperson may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.
- When Poll to be taken** 20. A poll that is demanded on the election of a chairperson, or on a question of adjournment, shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the chairperson may direct.
- Affairs of Association to be managed by a Committee** 21. (a) A committee of management constituted as provided in rule 23 shall manage the affairs of the Association.
- (b) The committee -

- (i) shall control and manage the business and affairs of the Association;
  - (ii) may, subject to these rules, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by general meetings of members of the Association; and
- (c) subject to the Act and these rules, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.

**Officers of the Association**

22. (a) The officers of the Association shall be -
- (i) a President;
  - (ii) Vice-President;
  - (iii) a Treasurer;
  - (iv) a Secretary; and
  - (v) a Public Officer (who is a person resident in the Northern Territory) for the purposes of the Associations Incorporation Act;
- (b) The provisions of sub-rules (c) and (d) of rule 24, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-rule (a) of this rule.
- (c) Each officer of the Association shall hold office until the annual general meeting next after the date of their election but is eligible for re-election.
- (d) In the event of a casual vacancy in any office mentioned in sub-rule (a) of this rule, the committee may appoint one of its members to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of their appointment.

**Constitution of the Committee**

23. (a) The committee shall consist of –
- (i) the officers of the Association, (the Executive) and
  - (ii) Committee members of not less than three nor more than ten other members, all of whom shall be elected at the Annual General Meeting of the Association in each year.
  - (lii) No paid member of the Club may hold a position on the committee
- (b) Each ordinary committee person shall, subject to these rules, hold office until the annual general meeting next after the date of their election, but is eligible for re-election.
- (c) In the event of a casual vacancy occurring in the office of an ordinary committee person, the committee may appoint a member of the Association to fill the vacancy, and the member so appointed shall hold office, subject to these rules until the conclusion of the annual general meeting next following the date of their appointment.

**Election of Members of Committee**

24. (a) Nominations of candidates for election as officers of the Association or as an ordinary committee person -
- (i) shall be made in writing signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (ii) shall be delivered to the public officer of the Association at least seven days before the date fixed for the holding of the annual general meeting.
- (b) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (c) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (d) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (e) The ballot for the election of officers and ordinary committee persons shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

**Vacation of Office**

25. For the purposes of these rules, the office of an officer of the Association or of an ordinary committee person becomes vacant if the officer or committee person -
- (a) dies;
  - (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with their creditors;
  - (c) becomes of unsound mind;
  - (d) resigns their office by writing under their hand addressed to the committee;
  - (e) ceases to be resident in the Territory;
  - (f) fails, without leave granted by the committee, to attend three consecutive meetings of the committee;
  - (g) ceases to be a member of the Association; or
  - (h) fails to pay all arrears of subscription due by them within fourteen days after they have received a notice in writing signed by the public officer stating that they have ceased to be a financial member of the Association.

**Meetings of the Committee and Sub-Committee**

26. (a) The committee shall meet at least once in each month or no less than eight times per year at such places and at such times as the committee may determine.
- (b) The President or any four of its members may convene special

meetings of the committee.

- (c) Notice shall be given to members of the committee of any special meeting, specifying the general nature of the business to be transacted, and no other business shall be transacted at such a meeting.
- (d) Any six members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (e) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place at the same hour of the same day in the following week unless the meeting was a special meeting, in which case it lapses.
- (f) At meetings of the committee -
  - (i) the President, or in his/her absence the Vice-President, or in the absence of both the President and the Vice-President, or
  - (ii) if the President and the Vice-President are absent, such one of the remaining members of the committee as may be chosen by the members present shall preside.
- (g) Questions arising at meetings of the committee or of any sub-committee appointed by the committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- (h) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes of any question, the person presiding may exercise a second or casting vote.
- (i) Written notice of each committee meeting shall be served on each member of the committee by delivering to them at a reasonable time before the meeting or by sending it by post in a prepaid letter addressed to them at their usual or last-known place of abode in time to reach them in due course of post before the date of the meeting.

**Disclosure of  
Interest in  
Contracts etc**

- 27. (a) A member of the committee who is interested in any contract or arrangement made or proposed to be made with the Association shall disclose their interest at the first meeting of the committee at which the contract or arrangement is first taken into consideration, if their interest then exists, or, in any other case, at the first meeting of the committee after the acquisition of their interest.
- (b) If a member of the committee becomes interested in a contract or arrangement after it is made or entered into they shall disclose their interest at the first meeting of the committee after they become so interested.
- (c) No member of the committee shall vote, as a member of the committee, in respect of any contract or arrangement in which they are interested and if they do so, their vote shall not count.

- Sub-Committees and Executive Committee**
28. (a) The committee may at any time appoint a sub-committee from the committee as it may think fit and shall prescribe the powers and functions thereon.
- (b) The committee may co-opt as members of a sub-committee such persons as it thinks fit, whether or not those persons are members of the association but a person so co-opted is not entitled to vote.
- (c) Three appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee.
- (d) The public officer of the Association is responsible for calling meetings of a sub-committee.
- (e) Written notice of each sub-committee meeting shall be served on each member of the sub-committee by delivering to them at a reasonable time before the meeting or by sending it by post in a pre-paid letter addressed to them at their usual or last-known place of abode in time to reach them in due course of post before the date of the meeting.
- (f) The President, the Vice-President, the Treasurer, and the Secretary constitute an executive committee, which may issue instructions to the public officer and the servants of the Association in matters of urgency connected with the management of the affairs of the Association during the intervals between meetings of the committee, and where any such instructions are issued shall report thereon to the next meeting of the committee.
- Annual Membership**
29. (a) Until otherwise fixed pursuant to sub-rule (b) of this rule, the committee shall prescribe the annual membership fee payable by members.
- (b) The amount of the annual membership fee may be altered from time to time by the members by resolution.
- (c) The annual membership fee of a member is due and payable on or before the first day of three weeks after commencement with the Association.
- Financial Year**
30. The financial year of the Association is the period beginning on 1 July in each year and ending on the 30 June next following.
- Notices**
31. A notice may be served by or on behalf of the Association upon any member either personally or by sending it through the post in a prepaid letter addressed to the member at their usual or last-known place of abode.
- Expulsion of Members**
32. (a) Subject to this rule, the committee may expel a member from the Association if, in the opinion of the committee the member has been guilty of conduct detrimental to the interests of the Association.
- (b) The expulsion of a member pursuant to sub-rule (a) of this rule does not take effect:
- (i) until the expiration of fourteen days after the service on the member of a notice under sub-rule (c) of this rule; or
- (ii) if the member exercises their right of appeal under this rule, until the conclusion of the special general meeting convened to hear the appeal, whichever is the later date.

- (c) Where the committee expels a member from the Association, the public officer of the Association shall, without undue delay cause to be served on the member, a notice in writing -
- (i) stating that the committee has expelled the member;
  - (ii) specifying the grounds for the expulsion; and
  - (iii) informing the member that if they so desire, they may, within fourteen days after the service of the notice on them, appeal against the expulsion as provided in this rule.
- (d) A member on whom a notice under sub-rule (c) of this rule is served may appeal against the expulsion to a special general meeting by delivering or sending by post to the public officer of the Association, within fourteen days after the service of that notice, a requisition in writing demanding the convening of such a meeting for the purpose of hearing their appeal.
- (e) Upon receipt of a requisition under sub-rule (c) of this rule, the public officer shall forthwith notify the committee of its receipt and the committee shall thereupon cause a special general meeting of members to be held within twenty-one days after the date on which the public officer receives the requisition.
- (f) At a special general meeting convened for the purpose of this rule -
- (i) no business other than the question of the expulsion shall be transacted;
  - (ii) the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion;
  - (iii) the expelled member shall be given an opportunity to be heard and
  - (iv) the members present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.
- (g) If at the special general meeting a majority of the members' present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled member is entitled to continue their membership of the Association.
- (h) If at the special general meeting a majority of the members' present vote in favour of the confirmation of expulsion, the expulsion takes effect, and the expelled member ceases to be a member of the Association.

**Alteration of the Constitution**

33. (a) The rules may be amended by resolution passed by a two-thirds majority of financial members present and voting at an Annual General Meeting.
- (b) Notice of the proposed amendment shall be included in the notice calling the Annual General Meeting.

- (c) An amendment to the objects and purposes of the Association shall not be effective until approved by the Registrar.
- (d) An alteration of the objects, purposes or rules is of no effect until a copy of the alteration is lodged with the Registrar of Associations in the Northern Territory.

**Seal of the Association**

34. (a) The seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "Seal".
- (b) The seal of the Association shall not be affixed to any instrument except by the authority of the committee and the affixing thereof shall be attested by the signatures either of two members of the committee or of one member of the committee and of the public officer of the Association or such other person as the committee may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the committee.
- (c) The seal shall remain in the custody of the public officer.

**Dissolution of Association**

35. (a) In the event of the Association being wound up, any surplus assets remaining after payment of the Association's liabilities shall be transferred to another entity, which prohibits distribution of assets and income to at least the same extent.

OR

- (b) The amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the committee in accordance with their powers to any fund, institution or authority which, itself, is exempt from income tax.

OR

- (c) The amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the committee in accordance with their powers to any fund, institution or authority which is approved by the Commissioner of Taxation under sub-section 78(4) of the Income Tax Assessment Act.

OR

- (d) In the event of the Association being wound up, any surplus assets remaining after the payment of the Association's liabilities shall be transferred to another organisation which is approved by the Commissioner of Taxation as a public benevolent institution for the purposes of income tax, sales tax or fringe benefits tax.

**INSTRUCTIONS TO ASSOCIATIONS (ON DISSOLUTION PROVISIONS) PREPARED ON THE BASIS OF TAXATION OFFICE INFORMATION:**

Paragraph (a) would be acceptable for organisations not seeking income tax exemption or tax deductibility status, but wanting recognition as a non-profit organisation. Delete paragraphs (b), (c) and (d).

Paragraph (b) would be acceptable for organisations seeking exemption from income tax only. Delete paragraphs (a), (c), and (d).

If you will be applying to the Australian Taxation Office for approval to receive tax deductible donations only, leave paragraph (c) above intact and delete paragraphs (a), (b) and (d).

If you will be applying to the Australian Taxation Office for approval as a public benevolent institution for the purpose of receiving tax deductible donations; exemption from income tax, sales tax and/or fringe benefits tax, leave paragraph (d) above intact and delete paragraphs (a), (b) and (c).

Please note that inclusion of these paragraphs forms only part of the criteria for income tax exemption, tax deductibility status and public benevolent institution status. The Australian Taxation Office (ATO) will take into account the objects and activities of the association before giving a final decision. Your organisation is not compelled to seek approval for these tax concessions, but in the case of tax deductibility status and public benevolent institution status, the ATO encourages organisations to seek its advice. Please contact your local branch of the ATO for further information about the approval process.

**Grievance and  
disputes  
procedures**

36. (1) This clause applies to disputes between –
- (a) a member and another member; or
  - (b) a member and the Committee.
- (2) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.
- (4) The mediator must be –
- (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement –
    - (i) for a dispute between a member and another member – a person appointed by the Committee; or
    - (ii) for a dispute between a member and the Committee – a person who is a mediator appointed or employed by the department administering the Act.
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must –
- (a) give the parties to the mediation process every opportunity to be heard;
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure natural justice is accorded to the parties to the dispute throughout the

mediation process.

(9) The mediator must not determine the dispute.

(10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.