Tamar NRM Inc.
Constitution

1. Name of Association

The name of the Association is **Tamar NRM Inc.**

2. Interpretation

In these rules -

"Act" means the Associations Incorporation Act 1964;
"Association" means the association referred to in rule 1;
"auditor" means the person appointed as the auditor of the Association under rule 9;
"basic objects of the Association" means the objects and purposes of the Association as stated in an application under section 7 of the Act for the incorporation of that Association;
"Management Committee" means the group referred to in clause 21 being a committee as defined by the Act;
"general meeting" includes -
(a) the annual general meeting; and
(b) any special general meeting;
"ordinary business of the annual general meeting" means the business specified in rule 11(5);
"ordinary member of the Management Committee" means a member of the Management Committee to whom rule 23(1)(b) & 23 (1) (c) relate;
"Public Officer" means the person appointed to be the public officer of the Association in accordance with the Act.
"special general meeting" means any general meeting other than the annual general meeting.

3. Association's Office

The office of the Association is to be at **50 Lamont Street, Invermay,** or any other place the Management Committee determines.

4. Objects and Purposes of Association

1) The objects and purpose of the Association shall be;
   1. to contribute to, and promote, conservation of the natural environment of the Tamar Region by:
      a) carrying out, supporting and/or assisting with on-ground works that address priority environmental management and sustainability issues within the Tamar Region; and
      b) carrying out, supporting and/or assisting with studies, research and projects to improve our knowledge of the natural environment and natural resources of the Tamar Region and to facilitate practices of sustainable development and planning;
   2. to oversee the development and implementation of the Tamar Natural Resource Management Strategy consistent with our vision that the Tamar Region be an attractive and prosperous place to live and work based on a healthy environment, to carry out activities that promote effective natural resource management in the Tamar Region in a proactive, non-confrontational and non-political manner that can include, but not be limited to:
      a) providing high level advice and support to the Member organisations, individuals and community groups on matters relevant to the management of natural resources in the Tamar Region;
      b) organising and delivering community educational and awareness programmes pertinent to achieving improved natural resource management, environmental management and sustainability outcomes within the Tamar Region;
      c) providing opportunities, support mechanisms and/or resources to enhance rural and urban community capacity to participate in natural resource management practices, activities and projects;
      d) forming positive community, government, business and industry partnerships for the purposes of attracting resources for natural resource management activities in the Tamar Region.

2) In addition to the basic objects of the Association, the objects and purposes of the Association include the following:
   a) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property 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 buildings or works necessary or convenient for any of the objects or purposes of the Association;
   d) the accepting of any gift for any one or more of the objects or purposes of the Association;
   e) the taking of any step the management committee or the members in general meeting consider expedient for the purpose of procuring contributions to the funds of the Association;
   f) the printing and publishing of any newspapers, periodicals, books, leaflets or other documents the management committee or the members in general meeting consider desirable for the promotion of the objects and purposes of the Association;
   g) the borrowing and raising of money in any manner and on terms -
      i) the management committee thinks fit;
      ii) or approved or directed by resolution passed at a general meeting;
   h) subject to the provisions of the Trustee Act 1898, the investment of any moneys of the Association not immediately required for any of its objects or purposes in any manner the management committee determines;
   i) the making of gifts, subscriptions or donations to any of the funds, authorities or institutions to subdivision 30 E of the Income Tax Assessment Act 1997 applies
   j) the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes and conveniences calculated to benefit servants or past servants of the Association and their dependants, and the granting of pensions, allowances or other benefits to servants or past servants of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;
   k) 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;
   l) the purchase or acquisition, and undertaking, of all or any part of the property, assets, liabilities and engagements of any association with which the Association is amalgamated in accordance with the provisions of the Act and the rules of the Association;
   m) the doing of any lawful thing incidental or conducive to the attainment of the basic objects of the Association or of any of the objects and purposes specified in this rule;
   n) the establishment and maintenance of a Public Fund to be called the Tamar Region Natural Resource Fund for the specific purpose of supporting the environmental objects/purposes of Tamar Region Natural Resource Management Strategy Reference Group Inc. The Fund is established to receive all gifts of money or property for this purpose and any money received because of such gifts must be credited to its bank account. The Fund must not receive any other money or property into its account and it must comply with subdivision 30-E of the Income Tax Assessment Act 1997.

5. Membership of the Association

1) The membership of the Association shall be maintained at a minimum of 50 members at any one time. Membership of the Association shall be open to representatives of the following:
   a) Launceston Council; up to 3 representatives being one representative from management staff of the Council plus two representatives who shall be Aldermen or appointees of the Launceston City Council;
   b) George Town Council; up to 3 representatives being one representative from management staff of the Council plus two representatives who shall be Councillors or appointees of the George Town Council;
   c) West Tamar Council; up to 3 representatives being one representative from management staff of the Council plus two representatives who shall be Councillors or appointees of the West Tamar Council;
   d) A member of an association, club, business, agency or group that contributes to the objectives of the Association; and
   e) A member of the community who contributes to the objectives of the Association.

2) a) The President is a member by virtue of his or her election to that position at the Annual General Meeting following nomination by two members of the Association.
   b) In the event of a person nominated as a representative by one of the organisations listed in 5(1) being elected President that person ceases to be a representative of the organisation concerned and the said organisation may nominate another person as its representative.

3) A person who is not a member of the Association is not to be admitted to membership -
   a) unless the person is nominated in accordance with subrule (4);
   b) the admission as a member is approved by the management committee; and
   c) the person is a representative of one of the above organisations or organisation types.

4) A nomination of an organisation or individual for membership of the Association is to be -
   a) made in writing and signed by 2 members of the Association; and
   b) accompanied by the written consent of the organisation or individual nominated; and
   c) lodged with the public officer of the Association.

5) The consent referred to in subrule (4) may be endorsed on the nomination.

6) As soon as practicable after the receipt of a nomination, the public officer is to refer the nomination to the management committee.

7) On a nomination being approved by the management committee, the public officer
   a) is to notify the nominee, in writing, that he or she has been approved for membership of the Association; and
   b) upon receipt of the sum payable as the first year's subscription, is to enter the nominee's name in a register of members.

8) A member of the Association may resign from the Association by delivering or sending by post or email to the public officer a written notice of resignation.

9) On receipt of a notice from a member under subrule (8), the public officer is to remove the name of the member from the register of members.

10) A person -
   a) becomes a member of the Association when his or her name is entered in the register of members; and
   b) ceases to be a member of the Association when his or her name is removed from the register of members.

11) Any right, privilege or obligation of an organisation or individual as a member of the Association
   a) is not capable of being transferred or transmitted to another organisation or individual; and
   b) terminates on the cessation of the membership.

12) Non Profit Association
   The assets and income of the Association shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

13) Dissolution
   a) In the event of a dissolution of the Association any assets shall be transferred to a like group or association having similar objectives and which is a non profit organisation exempt from income tax under Division 50 of the Income Tax Assessment Act 1997.
   b) A motion to dissolve the Association may only be taken at a special general meeting to which all financial members must have been notified and only 75% of the members present approving of the dissolution.
   c) In the event of the Association being wound up:
      i) every member of the Association, and
      ii) every person who, within the period of twelve months immediately preceding the commencement of winding up, was a member of the Association, is liable to contribute to the assets of the Association for payment of the debts or liabilities of the Association and for the costs, charges and expenses of the winding up and for the adjustment of the rights of the contributories among themselves such sum, not exceeding $1.00, as may be required, but a former member is not liable to contribute in respect of any debt or liability of the Association contracted after he/she ceased to be a member.

6. Income and Property of Association

1) The income and property of the Association is to be applied solely towards the promotion of the objects and purposes of the Association.
2) No portion of the income and property of the Association is to be paid or transferred to any member of the Association.
3) Except as provided in (5) below the Association is not to -
   a) appoint a person who is a member of the management committee to any office in the gift of the Association to the holder of which there is payable any remuneration by way of salary, fees or allowances; or
   b) 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.
4) A servant or member of the Association may be paid -
   a) remuneration in return for services rendered to the Association or for goods supplied to the Association in the ordinary course of business; or
   b) interest at a rate not exceeding 7¼% on money lent to the Association; or
   c) a reasonable and proper sum by way of rent for premises let to the Association.
5) The President of the Association may be paid an honorarium not exceeding $5,000 or such other amount as may be determined by the Annual General Meeting.

7. Accounts of Receipts and Expenditure

1) True accounts are to be kept of -
   a) all money received and expended by the Association and the matter in respect of which the receipt or expenditure takes place; and
   b) the property, credits and liabilities of the Association.
2) The accounts are to be open to inspection by the members of the Association subject to any reasonable restrictions as to time and manner of inspecting the Association may impose.
3) The treasurer of the Association or an officer delegated by the management committee s to keep all general records, accounting books and records of receipts and expenditure connected with the operations and business of the Association in the form and manner the management committee directs.
4) The accounts, books and records are to be kept at the Association's office or at any other place the management committee decides.

8. Banking and Finance

1) The treasurer of the Association or an officer delegated by the management committee, is to -
   a) receive all money paid to the Association; and
   b) immediately after the receipt issue official receipts.
2) The management committee is to cause to be opened with any bank, building society or credit union the management committee selects an account or accounts in the name of the Association into which all money received is to be paid as soon as possible after receipt. Moneys paid by way of membership fees are to be separately receipted and accounted for and are to be kept separate to the moneys donated to the Tamar Region Natural Resource Fund.
3) The management committee may -
   a) receive from the Association's financial institution or financial service provider electronic transaction, cash or cheques drawn by the Association on any of its accounts with the financial institution;
   b) release and indemnify the financial institution against all claims, actions, suits or demands that may be brought against the financial institution arising directly or indirectly out of those cheques; and
   c) delegate authority for managing expenditure as per the approved annual budget and/or Delegation of Authority Policy approved by the management committee.
4) The management committee may provide the treasurer or an officer delegated by the management committee with a sum to meet urgent expenditure, subject to any conditions in relation to the use and expenditure the management group may impose.
5) Electronic transactions, cash or cheques are not to be drawn on the Association's account except for the payment of expenditure that has been authorised by the management group.
6) All other payments to be made in accordance with the relevant payment policy of the Association.

9. Tamar Region Natural Resource Fund

1) The objective of the Fund is to support the Association's environmental purposes.
2) Members of the public are to be invited to make gifts of money or property to the Fund for the environmental purposes of the Association.
3) Money from interest on donations, income derived from donated property, and money from the realisation of such property is to be deposited into the Fund.
4) A separate bank account is to be opened to deposit money donated to the Fund, including interest accruing thereon, and gifts to it are to be kept separate from other funds of the Association.
5) Receipts are to be issued in the name of the Fund and proper accounting records and procedures are to be kept and used for the Fund.
6) The Fund will be operated on a not-for-profit basis.
7) A committee of management of no fewer than three persons will administer the Fund. The Association will appoint the committee. A majority of the members of the committee are required to be 'responsible persons' as defined by the Guidelines to the Register of Environmental Organisations.
8) The Association must inform the Department responsible for the environment as soon as possible if:
   a) it changes its name or the name of its Public Fund; or
   b) there is any change to the membership of the management committee of the Public Fund; or
   c) there has been any departure from the model rules for Public Funds located in the Guidelines to the Register of Environmental Organisations.
9) The Association agrees to comply with any rules that the Treasurer and the Minister with responsibility for the environment may make to ensure that gifts made to the Fund are only used for its principal purpose.
10) The income and property of the Association shall be used and applied solely in promotion of its objects and no portion shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or by way of profit to members, directors, or trustees of the Association.
11) Any allocation of funds or property to other persons or organisations will be made in accordance with the established purposes of the Association and not be influenced by the preference of the donor.
12) In case of the winding-up of the Fund, any surplus assets are to be transferred to another fund with similar objectives that is on the Register of Environmental Organisations.
13) Statistical information requested by the Department on donations to the Public Fund will be provided within four months of the end of the financial year. An audited financial statement for the organisation and its Public Fund will be supplied with the annual statistical return. The statement will provide information on the expenditure of Public Fund monies and the management of public fund assets.

10. Auditor

1) At each annual general meeting of the Association, the members present are to appoint a person as the auditor of the Association.
2) The auditor is to hold office until the annual general meeting next after that at which he or she is appointed, and is eligible for re-appointment.
3) The first auditor may be appointed by the management committee before the first annual general meeting, and, holds office until the first annual general meeting, unless earlier removed by a resolution of the members at a general meeting, when that meeting may appoint an auditor to act until the first annual general meeting.
4) If an appointment is not made at an annual general meeting, the management committee is to appoint an auditor for the current financial year of the Association.
5) Except as provided in subrule (3), the auditor may only be removed from office by special resolution.
6) If a casual vacancy occurs in the office of auditor during the course of a financial year of the Association, the management committee may appoint a person as the auditor to hold office until the next succeeding annual general meeting.

11. Audit of Accounts

1) The auditor is to examine the accounts of the Association at least once in each financial year of the Association.
2) The auditor is to -
   a) certify as to the correctness of the accounts of the Association; and
   b) report to the members present at the annual general meeting.
3) In the report and in certifying to the accounts, the auditor is to state if -
   a) he or she has obtained the required information; and
   b) in his or her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association -
      i) according to the information at his or her disposal and the explanations given; and
      ii) as shown by the books of the Association; and
      iii) the rules relating to administration of the funds of the Association have been observed.
4) The public officer of the Association is to cause to be delivered to the auditor a list of all the accounts, books and records of the Association.
   a) The auditor may -
      i) have access to the accounts, books, records, vouchers and documents of the Association; and
      ii) require from the servants of the Association any information and explanations he or she considers necessary for the performance of the duties as auditor; and
      iii) employ persons to assist in investigating the accounts of the Association; and
      iv) in relation to the accounts of the Association, examine any member of the management committee or any servant of the Association.

12. Public Officer

1) The public officer must be over 18 years of age, live in the Tamar Valley and consent to be the organisation's public officer.
2) The public officer is the person tasked with keeping the Consumer Affairs and Fair Trading (CAFT) informed of changes in the association and its financial situation by filing the Annual Return.
3) The position of public officer may, but does not need to be, a member of the management committee or of the Association.
4) The public officer is appointed by two thirds majority of the Association's management committee.
5) The Association's management committee by a two-thirds majority may at any time remove a Public Officer from office and appoint another in his/her stead.
6) The public officer can resign at any time with written notice provided to the Association's management committee.
7) The association must have a public officer at all times and the position must be filled within 14 days of it becoming vacant.
8) The Public officer shall maintain a comprehensive working knowledge of the Act and of these Rules.

13. Annual General Meeting

1) The Association is to hold an annual general meeting each year.
2) The annual general meeting is to be held on any day (being not later than 3 months after the close of the financial year of the Association) as the management committee determines.
3) The annual general meeting is to be in addition to any other general meetings that may be held in the same year.
4) The notice convening the annual general meeting is to specify the purpose of the meeting.
5) The ordinary business of the annual general meeting is to be as follows:
   a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
   b) to receive from the management committee , auditor and servants of the Association reports on the transactions of the Association during the last preceding financial year;
   c) to elect the officers of the Association and members of the management committee in accordance with sections 23, 24 and 25;
   d) to appoint the auditor; and
   e) to determine the amount of the annual membership fee.
6) The annual general meeting may transact special business of which notice is given in accordance with these rules.

14. Special General Meetings

1) The management committee, on the requisition in writing of a minimum of 20% of members of the Association entitled to vote may convene a special general meeting of the Association.
   a) A requisition for a special general meeting -
      i) is to state the objects of the meeting; and
      ii) is to be signed by the requisitionist; and
      iii) is to be deposited at the office of the Association; and
      iv) may consist of several documents, each signed by one or more of the requisitionists.
   b) If the management committee does not cause a special general meeting to be held within 21 days from the day on which a requisition is deposited at the office of the Association, the requisitionists making up not less than 10% of the members of the Association entitled to vote may, convene the meeting within 3 months from the day of the deposit of the requisition.
   c) A special general meeting convened by requisitionists is to be convened in the same manner as nearly as possible as meetings are convened by the committee.
   d) All reasonable expenses incurred by requisitionists in convening a special general meeting are to be refunded by the Association.

15. Business and Quorum at General Meetings

A. Notices of General Meetings

The Public Officer of the Association, at least 14 days before the date fixed for holding a general meeting of the Association, is to cause to be sent or published in a way that is reasonably expected to be seen by members of the Association and others an advertisement -
a) specifying the place, day and time for the holding of the meeting; and
b) the nature of the business to be transacted at the meeting.

B. Business and Quorum at General Meetings

1) All business transacted at a general meeting, except the ordinary business of the annual general meeting, is special business.
2) Business is not to be transacted at a general meeting unless a quorum of members entitled to vote is present at the time the meeting is considering that business.
3) A quorum for the transaction of the business of a general meeting is 15 members present and entitled to vote.
4) If a quorum is not present one hour after the appointed time for the commencement of a general meeting, the meeting -
   a) if convened on the requisition of members, is to be dissolved; or
   b) in any other case, is to be adjourned to a date and time of which the members will be informed.
5) If at an adjourned meeting a quorum is not present one hour after the time appointed for the commencement of the meeting, the meeting is to be dissolved.
6) The chairperson, by written notice or at the time of the adjournment, may specify another place to which a meeting is to be adjourned.

16. President to Preside at General Meetings

1) The president, or in his or her absence the vice-president is to preside as chairperson at every general meeting of the Association.
2) If the president and vice-president is absent from a general meeting, the members present are to elect one of their number to preside as chairperson.

17. Adjournment of General Meetings

1) 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
2) If a meeting is adjourned for 14 days or more, the notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
3) It is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

18. Determination of Questions Arising at General Meetings

1) A question arising at a general meeting of the Association is to be determined by a show of hands.
2) 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.

19. Votes

1) On any question arising at a general meeting of the Association, a member has one vote only.
2) All votes are to be given personally.
3) To be eligible to vote at a general meeting, a member must have paid the annual membership fee (if any) prior to the date of that general meeting.

20. Taking of Poll

If at a meeting a poll on any question is demanded -

a) it is to be taken at that meeting in the manner the chairperson directs; and
b) the result of the poll is taken to be the resolution of the meeting on that question.

21. When Poll to be Taken

1) A poll that is demanded on the election of a chairperson, or on a question of adjournment, is to be taken immediately.
2) A poll that is demanded on any other question is to be taken at any time before the close of the meeting as the chairperson directs.

22. Affairs of Association to be Managed by a Management Committee

1) The affairs of the Association are to be managed by a management committee
2) The management committee -
   a) is to control and manage the business and affairs of the Association; and
   b) 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 by general meetings of members of the Association; and
   c) has power to do anything that appears to the management committee to be essential for the proper management of the business and affairs of the Association.

23. Officers of the Association

1) The officers of the Association are as follows:
   a) a president;
   b) a vice-president;
   c) a treasurer; and
   d) a secretary.
2) The President is to hold office for a term of two years with a maximum of six consecutive years. Under a special resolution with unanimous approval from the Management Committee, the Management Selection Committee and approval from Members of the Association at the annual general meeting the maximum term of the president can be extended for one further two year term.
3) The remaining officers of the Association (vice-president, treasurer, secretary) are to hold office for a term of two years, and are eligible for re-election at each alternate annual general meeting.
4) If a casual vacancy in any office referred to in subrule (1) occurs, the management committee may appoint one of its members to the vacant office, to hold the office up to and including the conclusion of the annual general meeting next following the date of the appointment.

24. Constitution of the Management Committee

1) The management committee consists of the following representatives elected at the annual general meeting of the Association in each year:
   a) President;
   b) One representative from each of the following groups:
      Launceston City Council
      West Tamar Council
      Georgetown Council
   c) 5 to 7 additional members selected on the basis of skills, knowledge and experience
   d) The Vice-President, Treasurer and Secretary are then elected from the Management Committee.
2) An ordinary management committee member is to hold office for a term of two years and is eligible for re-election at each alternate annual general meeting.
3) At the annual general meeting half of the management committee positions will be open for election with the sitting member eligible for re-election. At the next annual general meeting the remaining management committee positions are to be open for election with the sitting member eligible for re-election.
4) If a casual vacancy occurs in the office of ordinary management committee member, the management committee may appoint a member of the Association to fill the vacancy until the conclusion of the annual general meeting next following the date of the appointment.

25. Election of Members of Management Committee

1) Call for nominations for candidates for election as officers of the Association or as ordinary Management Committee members to be made by 7th July each calendar year
2) Nominations of candidates for election as officers of the Association or as ordinary management committee members are to be -
   a) 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 nomination); and
   b) delivered to the public officer of the Association or delegated officer by the 31st July.
3) Nominated candidates are to be assessed by the Management Selection Committee according to the skills, knowledge and experience of each candidate
4) Shortlisted candidates will be presented for election at the Annual General Meeting
5) If insufficient nominations are received to fill all vacancies on the management committee -
   a) the candidates nominated are taken to be elected; and
   b) further nominations are to be received at the annual general meeting. Nominations from the community will be sought by the management committee.
6) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected as long as they fulfil the criteria in 24 1) above.
7)
   a) If the number of nominations exceeds the number of vacancies then only one person from each of the nominated organisations will be accepted. Those organisations listed in 24 1) will be asked to select a single representative for the management committee and in the event this does not occur a ballot will take place.
   b) If the number of nominations for the five to seven additional members (as specified in 24 1) exceeds seven, then a ballot will take place.

26. Election of Members of the Management Selection Committee

1) The Management Selection Committee is to be composed of the following members;
   The President;
   1 member of the Management Committee; and
   3 Members of the Association.
2) Nominations of candidates for election as Members of the Management Selection Committee are to be -
   a) 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 nomination); and
   b) delivered to the public officer of the Association or delegated officer at least 10 days before the date fixed for the holding of the Annual General Meeting.

3) If insufficient nominations are received to fill all vacancies on the Management Selection Committee -
   a) the candidates nominated are taken to be elected; and
   b) further nominations are to be received at the annual general meeting. Nominations from the community will be sought by the management committee.
4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected as long as they fulfil the criteria in 26 1) above.
5) If the number of nominations exceeds the number of vacancies then a ballot will take place.
6) A Management Selection Committee member is to hold office for a term of two years and is eligible for re-election at each alternate annual general meeting.

27. Vacation of Office

1) For the purpose of these rules, the office of an officer of the Association or of an ordinary member of the management committee member becomes vacant if the officer or committee member -
   a) dies; or
   b) becomes bankrupt, or applies to take, or takes advantage of any law relating to bankrupt, or insolvent debtors, or compounds with his or her creditors, or makes any assignment of his or her estate for their benefit; or
   c) becomes of unsound mind; or
   d) resigns office in writing addressed to the management committee; or
   e) ceases to be resident in the State; or
   f) fails, without leave granted by the management committee to attend 3 consecutive meetings of the committee; or
   g) ceases to be a member of the Association; or
   h) fails to pay all arrears of subscription due, within 14 days after receiving a notice in writing signed by the public officer stating that he or she has ceased to be a financial member of the Association.

28. Meetings of the Management Committee and Subcommittees

1) The management committee is to meet at least six times per annum at any place and time the management committee determines.
2) Special meetings of the management committee may be convened by the president or any 4 of its members.
3) Notice is to be given to members of the management committee of any special meeting, specifying the general nature of the business to be transacted, and no other business is to be transacted at such a meeting.
4) A quorum for the transaction of the business of a meeting of the management committee constitutes 50% plus one of the management committee membership
5) Business is not to be transacted unless a quorum is present.
6) If half an hour after the time appointed for the meeting a quorum is not present, the meeting is to be adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it is to be dissolved.
7) At a meeting of the management committee, the following is to preside:
   a) the president, or in his or her absence the vice-president,
   b) if the president and the vice-presidents are absent, any one of the remaining members of the management committee as may be chosen by the members present.
8) Any question arising at a meeting of the management committee or of any working group appointed by the management committee is to be determined -
   a) on a show of hands; or
   b) if demanded by a member, by a poll taken in any manner the person presiding at the meeting determines.
9) Each member present at a meeting of the management committee (including the person presiding at the meeting) is entitled to one vote.
10) If there is a need to vote a simple majority will be required.
11) Written notice of each management committee meeting is to be served on each member of the management committee by -
   a) delivering it at a reasonable time before the meeting; or
   b) sending it by post, fax or email to his or her usual or last-known address in time to reach him or her in due course of post before the date of the meeting.

29. Disclosure of Interest in Contracts

1) A member of the management committee who is interested in any contract or arrangement made or proposed to be made with the Association is to disclose the interest -
   a) at the first meeting of the management committee at which the contract or arrangement is first taken into consideration, if the interest then exists; or
   b) in any other case, at the first meeting of the management committee after the acquisition of the interest.
2) If a member of the management committee becomes interested in a contract or arrangement after it is made or entered into, he or she is to disclose the interest at the first meeting of the management committee after he or she becomes so interested.
3) A member of the management committee is not to vote as a member of the management committee in respect of any contract or arrangement in which he or she is interested and any such vote is not to be counted.

30. Subcommittees (Otherwise Known as Working Groups)

1) The management committee may -
   a) appoint a working group to further the aims and objectives of the Association, and
   b) prescribe the powers and functions of that working group
2) The management committee may co-opt any person as a member of a working group whether or not the person is a member of the Association.
3) A quorum at a meeting of the working group is 3 appointed members.
4) Management committee members or other members of the Association may convene meetings of a working group.

31. Management Committee Executive

1) The president, the vice-president, the treasurer and the secretary constitute the management committee executive.
2) The management committee executive 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 period between meetings of the management committee.
3) The management committee executive is to report on any instructions issued under subrule (2) to the next meeting of the committee.

32. Financial Year

The financial year of the Association is the period beginning on 1 July in one year and ending on the 30th June the next year.

33. Notices

A notice may be served by or on behalf of the Association on any member:-

a) personally; or
b) by sending it through the post in a prepaid envelope addressed to the member at his or her usual or last-known address; or
c) by sending it via email.

34. Expulsion of Members

1) The management committee may expel a member from the Association if, in the opinion of the management committee, the member is guilty of conduct detrimental to the interests of the Association.
2) The expulsion of a member under subrule (1) does not take effect until whichever of the following is the later date:
   a) the expiration of 14 days after the service on the member of a notice under subrule (3);
   b) if the member exercises his right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.
3) If the management committee expels a member from the Association, the public officer of the Association, without undue delay, is to cause to be served on the member a notice in writing -
   a) stating that the management committee has expelled the member; and
   b) specifying the grounds for the expulsion; and
   c) informing the member of a right to appeal against the expulsion under rule 35.

35. Appeal Against Expulsion

1) A member may appeal against an expulsion under rule 34 by delivering or sending by post to the public officer of the Association, within 14 days after the service of a notice under rule 34 (3), a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
2) On receipt of a requisition -
   a) the public officer is to immediately notify the management committee of its receipt; and
   b) the management committee is to cause a special general meeting of members to be held within 21 days after the date on which the requisition is received.
   c) At a special general meeting convened for the purpose of this rule -
      i) no business other than the question of the expulsion is to be transacted; and
      ii) the management committee may place before the meeting details of the grounds of the expulsion and the management committee's reasons for the expulsion; and
      iii) the expelled member is to be given an opportunity to be heard; and
      iv) the members present are to vote by secret ballot on the question whether the expulsion should be lifted or confirmed.
   d) If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion -
      i) the expulsion is to be taken to have been lifted; and
      ii) the expelled member is entitled to continue as a member of the Association.
   e) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion -
      i) the expulsion takes effect; and
      ii) the expelled member ceases to be a member of the Association.

36. Disputes

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 1986*.
2) This rule does not affect the operation of rule 35.

37. Execution of Documents

1) The Association may execute a document if the document is signed by:
   a) 2 members of the management committee;
   b) one member of the management committee and the public officer of the Association or any other person the management committee may appoint for that purpose; or
   c) where there is room only for one signature, one member of the management committee or any other person the management committee may appoint for that purpose.
2) Signatures are not to be placed on any instrument except by the authority of the management committee.

Constitution reviewed, amended and endorsed at a Special General Meeting held on Tuesday 13th September 2016.

Roger Tyshing: Date: 15/11/2016
(President, Management Committee)