



AUSTRALIAN FENESTRATION RATING COUNCIL CONSTITUTION

Adopted 21 June 2021

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PART 1—PRELIMINARY

1. DEFINITIONS

1.1 In this constitution

"Affiliate" means a Member of the Council qualified under clause 2.2.4.

"Fenestration" means the presence (design and disposition) of windows and other related products such as skylights and curtain walls in the exterior openings of a building.

"Full Member" means a Member of the Council qualified under clause 2.2.1 or 2.2.2.

"Industry Association" means a national body corporate or an unincorporated body established in Australia to represent the interests of fenestration products manufacturers or suppliers operating in the Australian building industry.

"Member" means a member organisation that has qualified under clause 2.2 and has complied with clause 3.15.

"National body" and **"National industry association"** do not include federations or alliances.

"Ordinary committee member" means a member of the committee who is not an office-bearer of the association.

"Chairperson" means the person duly elected by the committee to be the Chairperson of the committee.

"Special general meeting" means a general meeting of the association other than an annual general meeting.

"Secretary" means:

- a. the person holding office under this constitution as secretary of the association, or
- b. if no person holds that office -the public officer of the association.

"The Act" means the Associations Incorporation Act 2009.

"The Regulation" means the *Associations Incorporation Regulation 2016*.

"Treasurer" means any person appointed to perform the duties of a treasurer of the committee.

1.2 In this constitution

- a. a reference to a function includes a reference to a power, authority and duty, and
- b. a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- c. The provisions of the Interpretation Act 1987 apply to and in respect of this constitution in the same manner as those provisions would so apply if this

- constitution were an instrument made under the Act.
- d. the word "person" means a natural person and any partnership, association, body or entity whether incorporated or not.

PART 2—MEMBERSHIP

2. MEMBERSHIP GENERALLY

2.1 Membership categories

- 2.1.1 Full members meet the requirements of 2.2.1, 2.2.2, or 2.2.3 and have been approved for membership by the committee.
- 2.1.2 Affiliate Members meet the requirements of 2.2.4 and has been approved for membership by the committee. Affiliates can attend general meetings but do not have voting rights.

2.2 Member qualification:

- 2.2.1 National fenestration industry associations whose membership is comprised of private sector business enterprises engaged in the manufacture or supply of fenestration products in the building industry.
- 2.2.2 Multiple memberships may be held by an industry association that has broad membership in more than one sector of the fenestration industry.
- 2.2.3 Associated industry associations
- 2.2.4 Licensed AFRC Accredited Simulators

3. APPLICATION FOR MEMBERSHIP

3.1 An application for membership of the association:

- a. must be made in writing (including by email or other electronic means) in the form determined by the committee, and
 - b. must be lodged (including by electronic means) with the secretary of the association.
- 3.1.1 As soon as practicable after receiving an application for membership, the secretary must refer the application to the committee, which is to determine whether to approve or to reject the application.
 - 3.1.2 As soon as practicable after the committee makes that determination, the secretary must:
 - a. notify the applicant in writing (including by email or other electronic means) that the committee approved or rejected the application (whichever is applicable), and

- b. if the committee approved the application, request the applicant to pay (within the period of 28 days after receipt by the applicant of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.

3.1.3 The secretary must, on payment by the applicant of the amounts referred to in subclause 3.1.4 (b) within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the association.

4. CESSATION OF MEMBERSHIP

- 4.1 A person ceases to be a member of the association if the person:
- a. dies, or
 - b. resigns membership, or
 - c. is expelled from the association, or
 - d. fails to pay the annual membership fee under clause 8 (2) within 3 months after the fee is due.

5. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

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

6. RESIGNATION OF MEMBERSHIP

- 6.1 A member of the association may resign from membership of the association by first giving to the secretary written notice of at least 1 month of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- 6.2 If a member of the association ceases to be a member under subclause (1), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. REGISTER OF MEMBERS

- 7.1 The secretary must establish and maintain a register of members of the association (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is a member of the association together with the

date on which the person became a member.

- 7.2 The register of members must be kept in New South Wales:
 - a. at the main premises of the association, or
 - b. if the association has no premises, at the association's official address.
- 7.3 The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- 7.4 A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- 7.5 If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- 7.6 A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - a. the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - b. any other purpose necessary to comply with a requirement of the Act or the Regulation.
- 7.7 If the register of members is kept in electronic form:
 - a. it must be convertible into hard copy, and
 - b. the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

8. FEES AND SUBSCRIPTIONS

- 8.1 A member on becoming a member of the association must pay to the association an annual membership fee as determined by the committee. The fee for the first year will be pro-rated based on the date of acceptance of the membership application.
- 8.2 Members must pay the association the annual membership fee at the commencement of the association's financial year.

9. MEMBERS' LIABILITIES

- 9.1 The liability of a member of the association to contribute towards the payment of the

debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 8.

10. RESOLUTION OF DISPUTES

10.1 A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.

10.2 If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.

10.3 The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.

11. DISCIPLINING OF MEMBERS

11.1 A complaint may be made to the committee by any person that a member of the association:

- a. has refused or neglected to comply with a provision or provisions of this constitution, or
- b. has wilfully acted in a manner prejudicial to the interests of the association.

11.2 The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

11.3 If the committee decides to deal with the complaint, the committee:

- a. must cause notice of the complaint to be served on the member concerned, and
- b. must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
- c. must take into consideration any submissions made by the member in connection with the complaint.

11.4 The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.

11.5 If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 12.

11.6 The expulsion or suspension does not take effect until whichever is later:

- a. the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
- b. if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 12.

12. RIGHT OF APPEAL OF DISCIPLINED MEMBER

12.1 A member may appeal to the association in general meeting against a resolution of the committee under clause 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

12.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

12.3 On receipt of a notice from a member under subclause 12.1 the secretary must notify the committee, which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.

12.4 At a general meeting of the association convened under subclause 12.3:

- a. no business other than the question of the appeal is to be transacted, and
- b. the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
- c. the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

12.5 The appeal is to be determined by a simple majority of votes cast by members of the association.

PART 3—THE COMMITTEE

13. POWERS OF THE COMMITTEE

13.1 Subject to the Act, the Regulation, this constitution and any resolution passed by the association in general meeting, the committee:

- a. is to control and manage the affairs of the association, and
- b. may exercise all the functions that may be exercised by the association, other

than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and

- c. has power to perform all acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

14. COMPOSITION AND MEMBERSHIP OF COMMITTEE

14.1 The committee is to consist of at least 3 committee members.

14.2 The total number of committee members is to be no more than the number of Full Members.

14.3 The office-bearers of the association are as follows:

- a. the chairperson,
- b. the vice-chairperson,
- c. the treasurer,
- d. the secretary.

14.4 A committee member may hold up to 2 offices (other than both the offices of chairperson and vice-chairperson).

14.5 There is no maximum number of consecutive terms for which a committee member may hold office.

15. COMMITTEE MEMBERS

15.1 Each full member of the Council may nominate a representative as a committee member. The nomination:

- a. must be made in writing and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
- b. must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of a committee meeting.

16. SECRETARY

16.1 The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.

16.2 It is the duty of the secretary to keep minutes (whether in written or electronic form) of:

- a. all appointments of office-bearers and members of the committee, and

- b. the names of members of the committee present at a committee meeting or a general meeting, and
- c. all proceedings at committee meetings and general meetings.

16.3 Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

16.4 The signature of the chairperson may be transmitted by electronic means for the purposes of subclause 16.3.

17. TREASURER

17.1 It is the duty of the treasurer of the association to ensure:

- a. that all money due to the association is collected and received and that all payments authorised by the association are made, and
- b. that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

18. CASUAL VACANCIES

18.1 In the event of a casual vacancy occurring in the membership of the committee, the full member that nominated that person may appoint a replacement to fill the vacancy.

18.2 A casual vacancy in the office of a member of the committee occurs if the member:

- a. dies, or
- b. ceases to be a member of the association, or
- c. is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- d. resigns office by notice in writing given to the secretary, or
- e. is removed from office under clause 19, or
- f. becomes a mentally incapacitated person, or
- g. is absent without the consent of the committee from 3 consecutive meetings of the committee, or
- h. is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- i. is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

19. REMOVAL OF COMMITTEE MEMBERS

- 19.1 The association in general meeting may by resolution remove any member of the committee.
- 19.2 If a member of the committee to whom a proposed resolution referred to in subclause 19.1 relates makes representations in writing to the secretary or chairperson (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the chairperson may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20. COMMITTEE MEETINGS AND QUORUM

- 20.1 The committee must meet at least twice in each period of 12 months at the place and time that the committee may determine.
- 20.2 Additional meetings of the committee may be convened by the chairperson or by any member of the committee.
- 20.3 Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- 20.4 Notice of a meeting given under subclause 20.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 20.5 The quorum for the transaction of the business of a meeting of the committee is a majority of the committee members.
- 20.6 No business is to be transacted by the committee 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.
- 20.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 20.8 At a meeting of the committee:
- a. the chairperson or, in the chairperson's absence, the vice-chairperson is to

preside, or

- b. if the chairperson and the vice-chairperson are absent or unwilling to act, one of the remaining members of the committee chosen by the members present at the meeting is to preside.

21. USE OF TECHNOLOGY AT COMMITTEE MEETINGS

21.1 A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.

21.2 A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

22. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

22.1 The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members of the association that the committee thinks fit) the exercise of any of the functions of the committee that are specified in the instrument, other than:

- a. this power of delegation, and
- b. a function which is a duty imposed on the committee by the Act or by any other law.

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

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

22.4 Despite any delegation under this clause, the committee may continue to exercise any function delegated.

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

22.6 The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

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

23. VOTING AND DECISIONS

23.1 Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

23.2 Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote and the chair does not have a casting vote.

23.3 Subject to clause 20.5, the committee may act despite any vacancy on the committee.

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

PART 4—GENERAL MEETINGS

24. ANNUAL GENERAL MEETINGS - HOLDING OF

24.1 The association must hold its annual general meetings:

- a. within 6 months after the close of the association's financial year, or
- b. within any later time that may be allowed or prescribed under section 37 (2) (b) of the Act.

25. ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT

25.1 The annual general meeting of the association is, subject to the Act and to clause 25, to be convened on the date and at the place and time that the committee thinks fit.

25.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

- a. to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
- b. to receive from the committee reports on the activities of the association during the last preceding financial year,
- c. to receive and consider any financial statement or report required to be submitted to members under the Act.

25.3 An annual general meeting must be specified as that type of meeting in the notice convening it.

26. SPECIAL GENERAL MEETINGS -CALLING OF

26.1 The committee may, whenever it thinks fit, convene a special general meeting of the association.

26.2 The committee must, on the requisition of at least 5% of the total number of members, convene a special general meeting of the association.

26.3 A requisition of members for a special general meeting:

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

26.4 If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

26.5 A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

26.6 For the purposes of subclause 26.3:

- a. a requisition may be in electronic form, and
- b. a signature may be transmitted, and a requisition may be lodged, by electronic means.

27. NOTICE

27.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

27.2 If the nature of the business proposed to be dealt with at a general meeting requires a

special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause 27.1, the intention to propose the resolution as a special resolution.

27.3 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 25.2.

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

28. QUORUM FOR GENERAL MEETINGS

28.1 No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

28.2 Four members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

28.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:

- a. if convened on the requisition of members is to be dissolved, and
- b. in any other case is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

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

29. PRESIDING MEMBER

29.1 The chairperson or, in the chairperson's absence, the vice-chairperson, is to preside as chairperson at each general meeting of the association.

29.2 If the chairperson and the vice-chairperson are absent or unwilling to act, the members

present must elect one of their number to preside as chairperson at the meeting.

30. ADJOURNMENT

- 30.1 The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 30.2 If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 30.3 Except as provided in subclauses 30.1 and 30.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

31. MAKING OF DECISIONS

- 31.1 A question arising at a general meeting of the association is to be determined by:
- a. a show of hands or, if the meeting is one to which clause 36 applies, any appropriate corresponding method that the committee may determine, or
 - b. if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot.
- 31.2 If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 31.3 Subclause 31.2 applies to a method determined by the committee under subclause 32.1 (a) in the same way as it applies to a show of hands.
- 31.4 If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

32. SPECIAL RESOLUTIONS

- 32.1 A special resolution may only be passed by the association in accordance with section

39 of the Act.

33. VOTING

- 33.1 On any question arising at a general meeting of the association each member has one vote only.
- 33.2 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting does not have a casting vote.
- 33.3 A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.
- 33.4 A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.

34. PROXY VOTES PERMITTED

- 34.1 Proxy voting may be undertaken at or in respect of a general meeting.

35. POSTAL OR ELECTRONIC BALLOTS

- 35.1 The association may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 12).
- 35.2 A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

36. USE OF TECHNOLOGY AT GENERAL MEETINGS

- 36.1 A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.
- 36.2 A member of an association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

PART 5—MISCELLANEOUS

37. INSURANCE

37.1 The association may take out and maintain insurance.

38. FUNDS - SOURCE

38.1 The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, any other sources that the committee determines.

38.2 All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorised deposit-taking institution account.

38.3 The association must, as soon as practicable after receiving any money, issue an appropriate receipt or tax invoice.

39. FUNDS - MANAGEMENT

39.1 Subject to any resolution passed by the association in general meeting, the funds of the association are to be used solely in pursuance of the objects of the association in the manner that the committee determines.

39.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories.

40. ASSOCIATION IS NON-PROFIT

40.1 Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

41. DISTRIBUTION OF PROPERTY ON WINDING UP OF ASSOCIATION

41.1 Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.

41.2 In this clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association.

42. CHANGE OF NAME, OBJECTS AND CONSTITUTION

42.1 An application for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

43. CUSTODY OF BOOKS ETC

43.1 Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales:

- a. at the main premises of the association, in the custody of the public officer or a member of the association (as the committee determines), or
- b. if the association has no premises, at the association's official address, in the custody of the public officer.

44. INSPECTION OF BOOKS ETC

44.1 The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:

- a. records, books and other financial documents of the association,
- b. this constitution,
- c. minutes of all committee meetings and general meetings of the association.

44.2 A member of the association may obtain a copy of any of the documents referred to in subclause 44.1 on payment of a fee of not more than \$1 for each page copied.

44.3 Despite subclauses 44.1 and 44.2, the committee may refuse to permit a member of the association to inspect or obtain a copy of records of the association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the association.

45. SERVICE OF NOTICES

45.1 For the purpose of this constitution, a notice may be served on or given to a person:

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

45.2 For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- a. in the case of a notice given or served personally, on the date on which it is received by the addressee, and

- b. in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and

- c. in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

46. FINANCIAL YEAR

The financial year of the association is each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 January and ending on the following 31 December.