

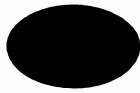


**RULES
AND
OBJECTIVES**
OF THE
**AUSTRALASIAN INSTITUTE
OF
ENGINEER SURVEYORS
INCORPORATED**

(AIES)

AIPO-10F

Adopted 24/09/02



DEPARTMENT OF FAIR TRADING

NSW Consumer Protection Agency

Association Incorporation Act 1984

Registered No:

Y1138441

**CERTIFICATE OF INCORPORATION ON
CHANGE OF NAME**

This is to certify that

**AUSTRALIAN INSTITUTE OF PRESSURE EQUIPMENT ENGINEERS
INC**

which was on the thirteenth day of December 1990 incorporated under the

Associations Incorporation Act 1984

changed its name to

AUSTRALASIAN INSTITUTE OF ENGINEER SURVEYORS

on the fourteenth day of December 1998.

Issued by the Department and given under my hand this
fourteenth day of December 1998.

Director-General

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“A”

RULES OF THE AUSTRALASIAN INSTITUTE OF ENGINEER SURVEYORS INCORPORATED

**ASSOCIATION : BEING THE – AUSTRALASIAN
INSTITUTE OF
ENGINEER SURVEYORS
INCORPORATED**

PART I - PRELIMINARY

INTERPRETATION

- 1.(1) In these rules, except so far as the context or subject matter otherwise indicates or requires -
- “ordinary member” means a member of the committee who is not an office-bearer of the association, as referred to in Rule 13 (2);
 - “secretary” means -
 - (a) the person holding office under these rules as secretary of the association; or
 - (b) where no such person holds that office - the public officer of the association;
 - “special general meeting” means a general meeting of the association other than the annual general meeting;
 - “the Act” means the Associations Incorporation Act, 1984;
 - “the Regulation” means the Associations Incorporation Regulation, 1985.
- (2) In these rules -
- (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, where the function is a duty, a reference to the performance of the duty.

(3) The provisions of the Interpretation Act, 1987, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART II - MEMBERSHIP

MEMBERSHIP QUALIFICATIONS

2. (A) A person or organisation is qualified to be a member of the association if, but only if -
- (a) the person is a person referred to in Section 15 (1)(a), (b) or (c) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act; or
 - (b) the person is a natural person or organisation who -
 - (i) has been nominated for membership of the association as provided by Rule 3; and
 - (ii) has been approved for membership of the association by the committee of the association.
 - (iii) is admitted only to Grade C in the case of an organisation.
- (B) Membership of the association shall be in one of the following six categories:-
- (i) Senior Member “S”
 - (ii) Member “M”
 - (iii) Retired Member “R”
 - (iv) Life Member “L”
 - (v) Associate “B”
 - (vi) Affiliate/Corporate “C”

CONTENTS

“B”

STATEMENT OF OBJECTIVES OF THE AUSTRALASIAN INSTITUTE OF ENGINEER SURVEYORS INCORPORATED

The objectives of the Australasian Institute of Engineer Surveyors Incorporated (AIES) are to:-

1. Promote the development and practice of inspection of plant and equipment and co-ordinate its activities throughout Australia and New Zealand. Equipment shall include boilers and pressure vessels, cranes, lifts, amusement devices and passenger ropeways.
2. Advance the interests of all those engaged in the profession and safeguard their status and character.
3. Establish, promote, form, regulate and control any division of the Association in each State or Territory of Australia or New Zealand pursuant to the objectives of the Association.
4. Foster fraternal sympathy amongst members and stimulate discussion of all matters related to hazardous equipment.
5. Promote a uniform standard for inspectors throughout Australia and New Zealand.
6. Promote self regulation by the adoption of relevant Regulations and Standards and recognition of those accepted as members of the Association.
7. Encourage industry in the use of member’s services for hazardous equipment inspection and all related activities to ensure safety in the workplace.
8. Promote public and environmental safety in the design, fabrication, testing, installation and inspection of hazardous equipment.

OF

(ADDRESS)

being a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or special general meeting, as the case may be) to be held on the day of 20.....

and at any adjournment of the meeting.

* My proxy is authorised to vote in favour of / against (delete as appropriate) the resolution (insert details).

* To be inserted if desired.

.....
Signature of member appointing proxy

.....
date

Note: A proxy vote may not be given to a person who is not a member of the association.

(C) Grade “S” Senior Members shall:-

- (i) be of good fame and character.
- (ii) pay fees as determined from time to time by the committee.
- (iii) hold and continue to hold at all times, an acceptable Certificate of Competency, Registration or Accreditation at a Senior Level as either an In-service Inspector or Fabrication Inspector or Design Verifier of hazardous plant outlined in the Association’s Objectives. Have documented evidence of five (5) years suitable experience in the area of responsibility mentioned previously.
- (iv) hold any insurance as from time to time the committee determines.
- (v) be nominated for membership as provided in Section 3 of these rules.
- (vi) be eligible to vote at meetings of the Association and to be members of the committee.
- (vii) be given an identifying number, which is not transferable, for the purpose of identifying in-service equipment, fabrications inspected or designs verified within their area of competence.
- (viii) lodge an annual return with the Institute listing the blocks of numbers allocated under (vii).
- (ix) in the case of existing Members Grade M as at 23rd September 2002, be exempted from complying with clause (iii) and be upgraded to Senior Member Grade S providing financial membership is maintained.

(D) Grade “M” Members shall:-

- (i) be of good fame and character.
- (ii) pay fees as determined from time to time by the committee.
- (iii) hold and continue to hold at all times, an acceptable Certificate of Competency, Registration or Accreditation

as either an In-service Inspector or Fabrication Inspector or Design Verifier of hazardous plant outlined in the Association's Objectives. Hold at the time of application, employment in the area of responsibility mentioned previously, supported by documentary evidence.

(iv) hold any insurance as from time to time the committee determines.

(v) be nominated for membership as provided in Section 3 of these rules.

(vi) be eligible to vote at meetings of the Association but not be eligible to vote for changes of the statement of Objectives, Rules or the Constitution of this Association.

(vii) be eligible to be a member of the committee, subject to Rule 13(5).

(viii) be given an identifying number, which is not transferable, for the purpose of identifying in-service equipment, fabrications inspected or designs verified within their area of competence.

(ix) lodge an annual return with the Institute listing their current qualifications with expiry date required under (iii) and the blocks of numbers allocated under (viii).

(E) Grade "R" Retired members shall:-

(i) be of good fame and character.

(ii) pay fees as determined from time to time by the committee.

(iii) have previously been full grade M members prior to retirement.

(iv) not be eligible to vote for changes of the statement of Objectives, Rules or the Constitution of this Association.

(v) apply for change in membership grade.

(vi) be eligible to be a member of the committee other than the President.

Signature of applicant

.....

date

I, a member of the association,

(full name)

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

.....

Signature of proposer

.....

date

I, a member of the association,

(full name)

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

.....

Signature of seconder

.....

date

**APPENDIX 2
(RULE 32(2))
FORM OF APPOINTMENT OF PROXY**

I,
(FULL NAME)

OF
.
(ADDRESS)

BEING A MEMBER
OF
.
(NAME OF INCORPORATED ASSOCIATION)

HEREBY APPOINT
(FULL NAME OF PROXY)

**APPENDIX 1
(RULE 3 (1))
APPLICATION FOR MEMBERSHIP OF ASSOCIATION**
..... Incorporated
(Incorporated under the Associations Incorporated Act, 1984)

I,
(full name of applicant)

of
(address)

..... hereby apply to become a member of
the
(occupation)

abovenamed incorporated association. In the event of my admission
as a member, I agree to be bound by the rules of the association for
the time being in force.

.....

(F) Grade “L” Life members shall:-

- (i) be nominated by a special resolution in recognition of outstanding long-term service to the Association.
- (ii) not be eligible to vote for changes of the statement of Objectives, Rules or the Constitution of this Association.
- (iii) be eligible to be a member of the committee other than the President.

(G) Grade “B” Associates shall:-

- (i) be of good fame and character.
- (ii) pay fees as determined from time to time by the committee.
- (iii) satisfy other requirements that from time to time are set by the Committee.
- (iv) not be eligible to vote for changes of the statement of Objectives, Rules or the Constitution of this Association.
- (v) be nominated for membership as provided in Section 3 of these rules.
- (vi) be eligible to be a member of the committee other than the President or Vice President.

(H) Grade “C” Affiliates/Corporate members shall:-

- (i) be nominated for membership as provided in Section 3 of these rules.
- (ii) satisfy other requirements that from time to time are set by the Committee.
- (iii) not be eligible to vote.
- (iv) not be eligible to be a member of committee.

NOMINATION FOR MEMBERSHIP

3. (1) A nomination of a person for membership of the association -
- (a) shall be made by a member of the association other than

Grade C in writing in the form set out in Appendix 1 to these rules; and

(b) shall be lodged with the secretary of the association.

(c) be accompanied by the required sum payable as application fee and annual subscription.

(2) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the committee which shall determine whether to approve or reject the nomination. The Committee may veto any application. Disclosure of the reasons is at the Committee's discretion. Typical reasons would include lack of evidence of appropriate qualifications, experience, competence or ethics. Where membership has lapsed, any reapplication for Grade S shall be supported by documentary evidence of an acceptable current Certificate of Competency, Registration or Accreditation plus experience as required by Rule 2C(iii).

(3) Where the committee determines to approve a nomination for membership, the secretary shall, as soon as practicable after that determination, notify the nominee of that approval, forwarding a copy of the Rules and any current information for the appropriate grade of member.

(4) secretary shall enter the approved nominee's name in the register of members.

CESSATION OF MEMBERSHIP

4. A person ceases to be a member of the association if the person -

(a) dies;

(b) resigns that membership; or

(c) is expelled from the association.

records, books or other documents relating to the association.

INSPECTION OF BOOKS, ETC.

39. The records, books and other documents of the association shall be open to inspection, free of charge, by a member of the association at any reasonable hour and on reasonable notice.

SERVICE OF NOTICES

40. (1) For the purpose of these rules, a notice may be served by or behalf of the association upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.

(2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

SURPLUS PROPERTY

41. (1) At the first general meeting of the association, the association shall pass a special resolution nominating an incorporated association as the association in which it is to vest its surplus property pursuant to section 53 (2) of the Act in the event of the winding up or the cancellation of the incorporation of the association.

(2) The incorporated association so nominated shall be one which fulfils the requirements specified in section 53(2) (a) - (c) of the Act.

(2) All money received by the association shall be deposited as soon as practicable and without deduction to the credit of the association's bank account.

(3) The association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

FUNDS - MANAGEMENT

35. (1) Subject to any resolution passed by the association in general meeting, the funds of the association shall be used in pursuance of the objects of the association in such manner as the committee determines.

(2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.

ALTERATION OF OBJECTS AND RULES

36. The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association.

COMMON SEAL

37. (1) The common seal of the association shall be kept in the custody of the public officer.

(2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures of 2 members of the committee or of one member of the committee and of the public officer and secretary.

CUSTODY OF BOOKS, ETC.

38. Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all

MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

5. Except as provided in Clause 32 of these Rules 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 upon cessation of the person's membership.

RESIGNATION OF MEMBERSHIP

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

(2) A member of the association who has paid all amounts payable by the member of the association in respect of the member's membership may resign from membership of the association by first giving notice (being not less than one month or not less than such other period as the committee may determine) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member. Where a member is four months in arrears under rule 8(3) and has been served with two statements to his last known address, then the Committee may at its option as a last resort, deem that he has resigned. Written notification of such deemed resignation is to be sent to the member's last known address within 14 days of the decision being taken.

(3) Where a member of the association ceases to be a member pursuant to Clause (2), and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

REGISTER OF MEMBERS

7. (1) The public officer of the association shall establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member and the membership category.
- (2) The Register of members shall be kept at the principle place of administration of the association and shall be open for inspection, free of charge, by any member of the association at any reasonable hour on reasonable notice.

FEES, SUBSCRIPTIONS, ETC.

8. (1) A member of the association shall, upon admission to membership pay a fee to the association of \$1 or where some other amount is determined by the committee, of that other amount.
- (2) In addition to any amount payable by the member under Clause
(1), a member of the association shall pay to the association an annual membership fee of \$2 or, where some other amount is determined by the committee, of that other amount -
 - (a) except as provided by paragraph (b), before 1st July, in each calendar year;
 - (b) where the member becomes a member on or after 1st July in any calendar year - upon becoming a member and before 1st July in each calendar year thereafter.
- (3) Subscriptions unpaid by 1st September are deemed to be in arrears.
- (4) Where a member is two months in arrears under clause (3) and has been served with one statement to his last known address then his membership rights are suspended until payment is received.

MEMBERS' LIABILITIES AND DUTIES

- (3) All votes shall be given personally or by proxy but no member may hold more than 5 proxies.
- (4) In the case of an equality of votes on a question at a general meeting the chairperson of the meeting is entitled to exercise a second or casting vote.
- (5) A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

APPOINTMENT OF PROXIES

32. (1) Each member shall be entitled to appoint another member other than Grade C as a proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.

PART V - MISCELLANEOUS

INSURANCE

33. (1) The association shall effect and maintain insurance pursuant to section 44 of the Act.
- (2) In addition to the insurance required under clause (1), the association may effect and maintain other insurance.

FUNDS SOURCE

34. (1) The funds of the association shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meetings such other sources as the committee determines.

present in person or by proxy at the meeting.

- (3) Where a poll is demanded at a general meeting, the poll shall be taken -
- (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that manner.

SPECIAL RESOLUTION

30. A resolution of the association is a special resolution if -

- (a) it is passed by a majority which comprises not less than three-quarters of such members of the association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules;

or

- (b) where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a) - the resolution is passed in a manner specified by the Commission.

VOTING

31. (1) All members except Grade C are entitled to vote at meetings of the association subject to Clause 2 D(vi), 2 E(iv), 2 F(ii) and 2 G(iv).
- (2) Upon any question arising at a general meeting of the association a member has one vote only.

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 cost, 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 Rule 8.
- (2) All members are to:-
- (a) abide by the rules and objectives of the association;
 - (b) uphold the Regulations of the accrediting authority to ensure the safety of the public;
 - (c) undertake training or instruction to remain abreast of technological changes as required by the association or accrediting authority;
 - (d) abide by the minimum fee structure for inspection as set by the accrediting authority;
 - (e) refrain from using unfair tactics to gain advantages in the workplace and avoid criticism which may reasonably lead to the injury of a member's reputation or business;
 - (f) treat as confidential, knowledge of technical processes used by clients;
 - (g) keep the association informed of technical developments applicable to its members;
 - (h) not use the association's name or image to promote any activity without the express approval of the association.

EXPULSION AND SUSPENSION

10. (1) Where the committee is of the opinion that a member of the association -
- (a) has persistently refused or neglected to comply with a provision or provisions of these Rules; or

- (b) has persistently and willfully acted in a manner prejudicial to the interests of the association,
the committee may, by resolution -
 - (c) expel the member from the association; or
 - (d) suspend the member from membership of the association for a specified period.
- (2) A resolution of the committee under Clause (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under Clause (3), confirms the resolution in accordance with this Rule.
- (3) Where the committee passes a resolution under Clause (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member -
- (a) setting out the resolution of the committee and the grounds based;
 - (b) stating that the members may address the committee at a meeting held not earlier than 14 days and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both of the following:-
 - (i) attend and speak at the meeting;
 - (ii) submit to the committee at or prior to the date of that meeting written presentations relating to the resolution.
- (4) At a meeting of the committee held as referred to in Clause (3) the committee shall -
- (a) give the member an opportunity to make oral representation;

of the association.

- (2) If the president and the vice-president are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

ADJOURNMENT

28. (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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more, the secretary shall 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.
 - (3) Except as provided in Clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

MAKING OF DECISIONS

- 29 (1) 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 show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the association, a poll may be demanded by the chairperson or by not less than 3 members

meeting may give notice in writing of that business in the next notice calling a general meeting given after receipt of the notice from the member.

- (5) Any matter raised by a member present at a General Meeting may be accepted as general business at the discretion of the presiding chairperson.

PROCEDURE

26. (1) 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 the meeting is considering that item.
- (2) Seven members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour of 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 shall stand adjourned to the same day in the following week at the 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.
- (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 not less than 5) shall constitute a quorum.

PRESIDING MEMBER

27. (1) The president or, in the president's absence, the vice-president, shall preside as chairperson at each general meeting

- (b) give due consideration to any written representation submitted to the committee by the member at or prior to the meeting; and
- (c) by resolution determine whether to confirm or to revoke the resolution.

- (5) Where the committee confirms a resolution under Clause (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under Rule 11.
- (6) A resolution confirmed by the committee under Clause (4) does not take effect -
- (a) until the expiration of the period within which the member is entitled to appeal within that period; or
- (b) where within that period the member exercises the right of appeal; unless and until the association confirms the resolution pursuant to Rule 11 (4).

RIGHT OF APPEAL OF DISCIPLINED MEMBER

11. (1) A member may appeal to the association in general meeting against a resolution of the committee which is confirmed under Rule 10 (4), within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice from a member under Clause (1), the secretary shall notify the committee which shall convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice.
- (3) At a general meeting of the association convened under Clause (2)
- (a) no business other than the question of the appeal shall be transacted;

- (b) the committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (4) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART III - THE COMMITTEE

POWER, ETC., OF COMMITTEE

12. The committee shall be called the committee of management of the association and, subject to the Act, the Regulation and these Rules and to any resolution passed by the association in general meeting -
- (a) shall control and manage the affairs of the association;
 - (b) may exercise all such functions as may be exercised by the association other than those functions required by these rules to be exercised by a general meeting of the members of the association; and
 - (c) has power to perform and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

CONSTITUTION AND MEMBERSHIP

13. (1) Subject in the case of the first members of the committee to Section 21 of the Act, the committee shall consist of -
- (a) the office-bearers of the association

one or more of the members who made the requisition may convene a special general meeting to be held not later than three months after that date.

- (5) A special general meeting convened by a member or members as referred to in Clause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the association for any expense so incurred.

NOTICE

- 25.(1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by prepaid post to each member at the member's address appearing the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member on the manner provided in Clause (1) specifying, in addition to the matter required under Clause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of annual general meeting, business may be transacted pursuant to rule 23(2).
- (4) A member desiring to bring any business before a general

- iii. Business arising from the minutes
- iv. Secretary's report
- v. Treasurer's report
- vi. Other Committee reports on activities of the association during the last preceding year.
- vii. Retiring president address
- viii. Business as per notice of meeting
- ix. Election of office bearers of the association and ordinary members of the committee
- x. Installation of the newly elected president
- xi. Introduction of other new members of the committee
- xii. Receipt and consideration of the statement which is required to be submitted pursuant to S26 (6) of the Act.

SPECIAL GENERAL MEETINGS

- CALLING OF

- 24.(1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee shall, on the requisition in writing of not less than five per cent of the total number of Grade S and M members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting -
- (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisition;
 - (c) shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within one month after the date on which a requisition of members for the meeting is lodged with the secretary, any

(b) 3 ordinary members, and

(c) the association's representative of Standards Australia each of whom shall be elected at the annual general meeting of the association pursuant to Rule 14.

(2) The office-bearers of the association shall be -

(a) the president;

(b) one vice-president;

(c) the treasurer;

(d) the secretary;

(e) the editor of the association's gazette or other publication.

(3) Each member of the committee shall, subject to these Rules, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

(4) In the event of a casual vacancy occurring in the membership of the committee, 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 the appointment.

(5) A member must be a Senior Member Grade S or have been a financial member of the Institute for 5 continuous years immediately prior to election to the position of President. Only three Grade M Members may sit in the committee. Only one Grade B Associate may sit in the committee.

ELECTION OF MEMBERS

14. (1) Nomination of candidates for election as office-bearers of the Association or as ordinary members of the committee.

(a) shall be in writing, signed by two members of the

Association other than Grade C and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

(b) shall be delivered to the secretary of the Association not less than **21** days before the date fixed for the holding of the annual general meeting at which the election is to take place.

(2) If insufficient nominations are received to fill all vacancies on the committee, the candidate nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.

(3) If insufficient further nominations are received any vacant positions remaining on the committee shall be deemed to be casual vacancies.

(4) If the number of nomination received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

(5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

(6) The ballot for the election of office-bearers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

(7) A nomination of a candidate for election under this Clause is not valid if the candidate has been nominated for election to another office at the same election, other than if there are insufficient nominations for the positions of Standards Australia Representative or Editor.

(8) If one person holds two positions under Clause (7) then additional ordinary members may be elected pro rata.

SECRETARY

each financial year of the association, convene an annual general meeting of its members.

(2) The association shall hold its first annual general meeting -

(a) within the period of 18 months after its incorporation under the Act; and

(b) within the period of two months after the expiration of the first financial year of the association.

(3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under Section 26(3) of the Act.

ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT

23. (1) The annual general meeting of the association shall, subject to the Act and Rule 22, be convened on such date and at such place and time as the committee sees fit.

(2) The Order of Procedure of a general meeting shall be:-

i. Reading and confirmation of minutes

ii. Business arising from minutes

iii. Report of committee

iv. Notices of motion

v. Business announced in the notice of meeting in the order set down therein

vi. Announcement of papers etc. for the general meeting.

(b) The Order of Procedure of the annual general meeting

shall

be:-

i. Announcement of ballot closing

ii. Confirmation of minutes of the last preceding annual general meeting and of any special general meeting held since that meeting

members of the association as the committee thinks fit) the exercise of such of the functions of the committee as 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.
- (2) A function the exercise of which has been delegated to the sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitation as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation in this rule.
- (7) A sub-committee may meet and adjourn as it thinks fit.

PART IV - GENERAL MEETINGS

ANNUAL GENERAL MEETINGS - HOLDING OF

22. (1) With the exception of the first annual general meeting of the association, the association shall, at least once in each calendar year and within the period of six months after the expiration of

15. (1) The Secretary of the association shall, as soon as practicable after being appointed as secretary lodge notice with the association of his or her address.
- (2) It is the duty of the secretary to keep minutes of -
- (a) all appointments of office-bearers and members of the committee;
 - (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.
- (3) Minutes of proceedings at a meetings shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

TREASURER

16. It is the duty of the treasurer of the association to ensure that:
- (a) All money due to the association is collected and received and that all payments authorised by the association are made; and
 - (b) 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.

CASUAL VACANCIES

17. For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member -
- (a) dies;
 - (b) ceases to be a member of the Association;
 - (c) becomes an insolvent under administration within the

- meaning of the Companies (New South Wales) Code;
- (d) resigns office by notice in writing given to the secretary;
 - (e) is removed from office under rule 18;
 - (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
 - (g) is absent without the consent of the committee from all meetings of the committee held during a period of six months.

REMOVAL OF A MEMBER

18. (1) The association in a general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office of the member so removed.
- (2) Where a member of the committee to whom a proposed resolution referred to in Clause (1) relates makes presentations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary of the president may send a copy of the representations to each member of the association or, if they 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.

MEETINGS AND QUORUM

- 19.(1) The committee shall meet at least three times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.

- (3) Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed by members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting of the committee given under Clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any three members of the committee constitute a quorum for the transaction of the business of a meeting of a committee.
- (6) No business shall 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 stands adjourned to the same place and the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (8) At a meeting of a committee -
 - (a) The president or, in the president's absence, the vice-president shall preside; or
 - (b) If the president and the vice-president are absent or unwilling to act such one of the remaining members of the committee as may be chosen by the members present at the meeting shall preside.

DELEGATION BY COMMITTEE TO SUB-COMMITTEE

20. (1) The committee may, by instrument in writing, delegate to one or more sub-committee (consisting of such member or