

## **THE AUSTRALIAN CAT FEDERATION (INC)**

### **CONSTITUTION**

#### **NAME OF FEDERATION**

1. The name of the association shall be The Australian Cat Federation (Inc) (in these rules called “the Federation”).

#### **INTERPRETATION**

2. (1) In these rules, unless contrary intention appears -
  - a) “committee” means the committee of management of the Federation;
  - b) “general meeting” means a general meeting of members convened in accordance with rule 13;
  - c) “ordinary committeeperson” means a member of the committee to whom paragraph (b) of sub-rule (1) of rule 24 relates;
  - d) “member body” means any organisation from any State or Territory representing the interests of cat breeders in that particular State or Territory alone and approved for membership of the Federation;
  - e) “member body under suspension” means a member body currently under suspension. A suspended member body does not have representation on the committee of ACF, nor does it have voting rights.
  - f) “member” or “affiliate” means a member body of the Federation;
  - g) “provisional membership” is membership of a new member body as in Rules 6 (1) and it conveys all membership rights and duties except voting rights.
  - h) “delegate” means a person authorised by a member to represent or vote on behalf of the member;
  - i) “resolution” means a resolution other than a special resolution;
  - j) “special resolution” has the meaning given in section 24 of the Act;
  - k) “the Act” means the Associations Incorporation Act 1987 (No 59 of 1987) and subsequent amendments.
- (2) In these rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, facsimile, e-mail and other modes of representing or reproducing words in a visible form.

#### **FEDERATION’S OFFICE**

3. The office of the Federation shall be at such place as the committee may, from time to time, determine.

**OBJECTS, PURPOSES AND POWERS OF THE FEDERATION**

4. (1) In addition to the basic objects of the Federation, the objects, powers and purposes of the Federation shall be deemed to include -
- (a) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Federation;
  - (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 Federation;
  - (d) the accepting of any gift, whether subject to a special trust or not, for any more of the objects or purposes of the Federation;
  - (e) the taking of such steps from time to time as the committee or the members in general meeting may deem expedient for the purpose of procuring contributions to the funds of the Federation, whether by way of donations, subscriptions, or otherwise;
  - (f) the printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the committee or the members in general meeting may think desirable for the promotion of the objects and purposes of the Federation;
  - (g) the borrowing and raising of money in such manner and on such terms as the committee may think fit or as may be approved or directed by resolution passed at a general meeting;
  - (h) The investment of any moneys of the Federation not immediately required for any of its objects or purposes in such manner as the committee may from time to time determine;
  - (i) the making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which paragraph (a) of subsection (1) of section 78 of the Income Tax and Social Services Contribution Assessment Act 1936-1964 of the Commonwealth relates;
  - (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 Federation and their dependants, and the granting of pensions, allowances, or other benefits to servants, or past servants of the Federation 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 Federation;
  - (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 Federation may at any time become amalgamated in accordance with the rules of the Federation; and

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

## **BASIC OBJECTS**

In this rule, “basic objects of the Federation” means the objects and purposes of the Federation, as stated herein.

5. (a) To recommend to members the adoption of common standards and practices for all aspects of the breeding and showing of cats, while in no way abrogating the autonomy of members to conduct their own affairs as they shall determine.
- (b) To recommend to members the adoption of common policies on any matter connected with or incidental to the showing of cats and the conduct of championship cat shows, including the definition of classes for shows, the award of Challenge Certificates, Merit Certificates and other awards or titles.
- (c) To recommend to members the adoption of common policies on the accreditation of cat show Judges and the establishment of a national panel and register of Judges.
- (d) To promote co-operation between ACF (Inc) member bodies so as to protect the rights and interests of all ACF (Inc) members, and to promote co-operation with other recognized bodies within Australia, in all matters affecting a common standard for the registration of cats within their state or territory of birth
- (e) To encourage co-operative action by members in all matters of common interest affecting any aspect of promotion, breeding and showing of cats.
- (f) To promote the breeding and showing of all breeds of cats recognized by ACF Inc.
- (g) To maintain standards of all breeds of cats recognized by ACF (Inc).
- (h) To maintain a register of cattery prefixes.
- (i) To issue export certificates for cats registered in registries maintained by member bodies.
- (j) The ACF (Inc) Judges Guild is recognised as a recommendatory body by the A.C.F. (Inc).
- (k) To receive from affiliates, matters of business and notice of motion.
- (l) In cases where no ACF member body exists in a State or Territory allow an ACF member body in an adjoining State or Territory to:
- facilitate membership, registration and other services associated with the breeding of pedigree cats owned by individuals
  - facilitate matters connected with or incidental to the showing of cats and the conduct of championship cat shows
  - facilitate matters associated with the granting of status (titles); and
  - recognise existing ACF judges;
- living in the State or Territory where no ACF member exists.

**MEMBERSHIP OF FEDERATION**

6. (1) An Association which is nominated and approved for membership as provided in these rules is eligible to be a provisional member body of the Federation on payment of the annual subscription fixed under these Rules.
- (2) An Association which is not a member of the Federation shall not be admitted to membership unless -
- (a) it is nominated as provided in sub-rule (3) of this rule; and
  - (b) it is not aligned with any other recommendatory body within Australia; and
  - (c) its admission as a provisional member is first approved by the committee and subsequently approved by an Annual General Meeting of the Federation.
- (3) A nomination as a provisional member body of the Federation -
- (a) shall be made in writing, signed by two persons authorised to act on behalf of the nominee.
  - (b) shall be accompanied by evidence of the consent of the nominee.
  - (c) shall be lodged with the Secretary of the Federation.
- (4) (a) As soon as is practicable after the receipt of a nomination, the Secretary shall refer the nomination to the committee and, upon approval by the committee, to an Annual General Meeting of the Federation.
- (b) Upon a nomination being approved, the Secretary shall forthwith notify the Nominee, in writing, that it has been approved for provisional membership of the Federation and, upon receipt of the sum payable by or on behalf of the nominee as its first year's subscription, shall enter the nominee's name in a register of members to be kept by the Secretary, whereupon the nominee becomes a provisional member of the Federation.
- (c) At a subsequent Annual General Meeting a provisional member may be nominated as a member body of the Federation and upon being accepted thereat by a simple majority of the member bodies present and entitled to vote, the nominee becomes a member body of the Federation.
- (5) Notwithstanding any provision herein to the contrary, a member body which ceased to be a member by reason only of its failure to pay any subscription may be readmitted to membership at the discretion of the committee and on payment of any unpaid subscriptions from the date of such cessation.
- (6) A member of the Federation may, at any time, resign from the Federation by delivering or sending by post to the Secretary a written notice of resignation, signed by 2 officers authorised to act on behalf of the member body and evidence of the consent of the member body.
- (7) Upon receipt of the notice under sub-rule (6) of this rule, the Secretary shall remove the name of the member by whom the notice was given from the register of members, whereupon that member ceases to be a member of the Federation.
- (8) A right, privilege, or obligation of a member body by virtue of their membership of the Federation -
- (a) is not capable of being transferred or transmitted to another body; and

- (b) terminates upon the cessation of membership, whether by resignation, or otherwise.
- (9) In the event of the Federation being wound up -
  - (a) every member of the Federation; and
  - (b) every member body who, within the period of twelve months immediately preceding the commencement of the winding up, was a member of the Federation,

is liable to contribute to the assets of the Federation for payment of debts or liabilities of the Federation 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 \$100.00, as may be required but a former member is not liable so to contribute in respect of any debt or liability of the Federation contracted after they cease to be a member.

### **INCOME AND PROPERTY OF FEDERATION**

- 7. (1) The income and property of the Federation, however derived, shall be applied solely towards the promotion of the objects and purposes of the Federation and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member of the Federation.
- (2) The Federation shall not -
  - (a) appoint a person who is a member of the committee to any office in the gift of the Federation 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).
- (3) Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member of the Federation of
  - (a) remuneration in return for service actually rendered to the Federation by the servant or member or of goods supplied to the Federation by the servant or member in the ordinary course of business;
  - (b) interest at a rate not exceeding seven and one-quarter per cent on moneys lent to the Federation by the servant or member; or
  - (c) a reasonable and proper sum by way of rent for premises let to the Federation by the servant or member.

### **ACCOUNTS & RECEIPTS, EXPENDITURE**

- 8. (1) True accounts shall be kept -
  - (a) of all sums of money received and expended by the Federation and the matter in respect of which the receipt or expenditure takes place; and

- (b) of the property, credits, and liabilities of the Federation, and subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Federation for the time being, those accounts shall be open to the inspection of the members of the committee and members of the Federation.
- (2) The Treasurer of the Federation shall faithfully keep all general records, accounting books, and records of receipts and expenditure connected with the operations and business of the Federation in such form and manner as the committee may direct.
- (3) The account books, and records referred to in sub-rules (1) and (2) of this rule shall be kept at the Federation's office or at such other place as the committee may decide.

### **BANKING AND FINANCE**

- 9. (1) The Treasurer of the Federation shall, on behalf of the Federation, receive all moneys paid to the Federation and forthwith after the receipt thereof issue official receipts therefor.
- (2) The committee shall cause to be opened with such bank as the committee selects a banking account in the name of the Federation into which all moneys received shall be paid by the Treasurer as soon as possible after receipt thereof.
- (3) The committee may receive from the Federation's bank or bankers for the time being the cheques drawn by the Federation on any of its accounts with the bank or bankers and may release and indemnify the bank or bankers from and against all claims, actions, suits, or demands that may be brought against the bank or bankers arising directly or indirectly out of those cheques or the surrender thereof to the Federation.
- (4) Except with the authority of the committee, no payment of a sum exceeding one dollar shall be made from the funds of the Federation otherwise than by cheque drawn on the Federation's bank account, but the committee may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the committee may impose.
- (5) No cheque shall be drawn on the Federation's bank account except for the payment of expenditure that has been authorised by the committee.
- (6) All cheques, drafts, bill of exchange, promissory notes, and other negotiable instruments shall be signed by the Treasurer or, by such other member or members of the committee as the committee may nominate for the purpose, and shall be countersigned by at least one other member of committee nominated for that purpose.

### **AUDITOR**

- 10. (1) At each annual general meeting of the Federation, the members present shall appoint a person as the auditor of the Federation.
- (2) A person so appointed shall hold office until the annual general meeting next after that at which he/she is appointed, and is eligible for re-appointment.
- (3) The first auditor of the Federation may be appointed by the committee before the first annual general meeting, and, if so appointed, shall hold office until the first annual general meeting, unless previously removed by a resolution of the members at a general meeting, in which case the members at that meeting may appoint an auditor to act until the first annual general meeting.

- (4) If an appointment is not made at an annual general meeting the committee shall appoint an auditor of the Federation for the then current financial year of the Federation.
- (5) Except as provided in sub-rule (3) of this rule, 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 Federation, the committee may appoint a person as the auditor and the person so appointed shall hold office until the next succeeding annual general meeting.

### **AUDIT OF ACCOUNTS**

11. (1) Once at least in each financial year of the Federation, the accounts of the Federation shall be examined by the auditor.
- (2) The auditor shall certify as to the correctness of the accounts of the Federation and shall report thereon to the members present at the annual general meeting.
- (3) In his/her report, and in the certifying to the accounts, the auditor shall state -
  - (a) whether he/she has obtained the information required by him/her;
  - (b) whether, in his/her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Federation according to the information at his/her disposal and the explanations given to him/her and as shown by the books of the Federation; and
  - (c) whether the rules relating to the administration of the funds of the Federation have been observed.
- (4) The Treasurer of the Federation shall cause to be delivered to the auditor a list of all the accounts, books, and records of the Federation.
- (5) The auditor -
  - (a) has a right of access to the accounts, books, records, vouchers, and documents of the Federation;
  - (b) may require from the servants of the Federation such information and explanations as may be necessary for the performance of his/her duties as auditor;
  - (c) may employ persons to assist him/her in investigating the accounts of the Federation; and
  - (d) may, in relation to the accounts of the Federation, examine any member of the committee or any servant of the Federation.

### **ANNUAL GENERAL MEETING**

12. (1) The Federation shall, in each year, hold an annual general meeting.
- (2) The annual general meeting shall be held on such day (being not later than four months after the close of the financial year of the Federation) as the committee may determine.
- (3) The annual general meeting shall be in addition to any other special general meeting or any other meeting that may be held in the same year.

- (4) The annual general meeting shall be specified as such in the notice convening it.
- (5) The ordinary business of the annual general meeting shall be -
  - (a) to confirm the minutes of the last preceding annual general meeting;
  - (b) to receive reports from the ACF Officers, auditor's report upon the books and accounts for the last preceding financial year, member bodies and servants of the Federation upon the transactions of the Federation during the last preceding financial year;
  - (c) to elect the officers of the Federation and appoint the ordinary committee persons;
  - (d) to appoint the auditor; and
  - (e) to determine the remuneration of servants of the Federation
- (6) In addition to the Annual General Meeting, a minimum of one General Meeting must be held in each year.
- (7) The annual general meeting may transact special business of which notice is given in accordance with these rules.
- (8) All general meetings other than the annual general meeting shall be called special general meetings or general meetings.

#### **ALL OTHER MEETINGS**

- 13 (A).
- (1) The committee may, whenever it thinks fit, convene a special general meeting of the Federation.
  - (2) The committee shall, on the requisition in writing of not less than three members, convene a special general meeting of the Federation.
  - (3) A requisition for a special general meeting shall state the objects of the meeting and shall be signed by the requisitionists and deposited at the office of the Federation and may consist of several documents in the like form, each signed by one or more of the requisitionists.
  - (4) If the committee does not cause a special general meeting to be held within twenty-one days from the date on which a requisition therefor is deposited at the office of the Federation, the requisitionists, or any of them, may convene the meeting; but any meeting so convened shall not be held after three months from the date of the deposit of the requisition.
  - (5) A special general meeting convened by requisitionists in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the committee, and all reasonable expenses incurred in convening the meeting shall be refunded by the Federation to the persons incurring them.

#### **GENERAL MEETINGS**

- 13 (B)
- (1) At least one general meeting of the Federation will immediately follow the conclusion of the Annual General Meeting.
  - (2) The committee may, whenever it thinks fit, convene a general meeting of the Federation.

- (3) The ordinary business of any general meeting shall be –
- (a) to confirm the minutes of the last preceding general meeting.
  - (b) to receive from affiliates, matters of business and notices of motion, dealing with the general running of ACF Inc.
  - (c) to transact business of which notice is given in accordance with these rules.
  - (d) to transact any additional item of general business that from time to time may arise as determined by the meeting.

#### **NOTICE OF GENERAL MEETINGS**

14. The Secretary of the Federation shall, at least sixty days before the date fixed for holding any general meeting of the Federation notify all members in writing specifying the place, day, and time for the holding of the meeting, and the nature of the business to be transacted thereat.

#### **BUSINESS AND QUORUM AT GENERAL MEETING**

15. (1) (a) All business that is transacted at special general meetings and all business that is transacted at the annual general meeting, with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting, shall be deemed to be special business.
- (b) No item of special business shall be determined unless included with the notice of meeting.
- (2) No item of business shall be transacted at a general meeting unless a quorum of delegates entitled under these rules to vote is present during the time when the meeting is considering that item.
- (3) At least one delegate from not less than two thirds of the member bodies that are members of this Federation personally present (being delegates entitled under these rules to vote thereat) constitute a quorum for the transaction of the business of a general meeting.
- (4) If within one hour after the appointed time from the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; and if any other case it may stand adjourned to the same day in the next month, at the same time and (unless another place is specified by the chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place, and if at the adjourned meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.

#### **PRESIDENT TO PRESIDE AT GENERAL MEETINGS**

16. (1) The President, or in his/her absence, the Vice-President, shall preside as chairperson at every general meeting of the Federation.
- (2) If the President and Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as chairperson thereat.

### ADJOURNMENT OF GENERAL MEETINGS

17. (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 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 meeting is adjourned for fourteen days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting,
- (3) Except as provided in the foregoing provisions of this rule, it is not necessary to give any notice of an adjournment or of the business to be transacted at any adjourned meeting.

### DETERMINATION OF QUESTIONS ARISING AT GENERAL MEETINGS AND ALTERATION TO RULES

18. (a) The question arising at a general meeting of the Federation shall be determined on a show of hands 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 Federation is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (b) Where the question arising at a general meeting constitutes an alteration or amendment to these rules, such resolution shall be by way of Special Resolution and such resolution shall require the agreement of 75% or more of the member bodies that are members of the Federation who are present and entitled to vote.
- (c) The Secretary of the Association must keep minutes of the resolutions and proceedings of all general meetings, and each executive committee meeting, together with a record of the names of persons present at committee meetings. These minutes to be distributed to all member bodies or ordinary committee persons within thirty days of each meeting
- (d) All questions arising at a general meeting (other than questions relating to an alteration or amendment of these rules in accordance with Rule 18(b) shall require the agreement of a simple majority of the members present and entitled to vote. Minutes of all meetings to be distributed to all member bodies within 30 days of each meeting and subsequent agreement of a simple majority of the member bodies that are members of the Federation, which agreement shall be communicated in writing to the Secretary within 60 days of circulation of the minutes of any general meeting that originally resolved the matter and that a summary of such subsequent agreements to be distributed to all member bodies in writing by the secretary within 30 days of subsequent agreement.
- (e) **All determinations by subsequent agreement as per clause 18 (d) be recorded in the following year's minutes as part of business arising from previous minutes.**

### VOTES

19. (1) Each member body shall appoint annually 2 delegates to represent the member and shall advise the Secretary in writing of the names of delegates and proxies for such delegates at least 14 days prior to the Annual General Meeting.
- (2) Upon any question arising at a general meeting of the Association each member body has one vote only.
- (3) All votes shall be given personally.

- (4) In the case of an equality of voting on a question the chairperson of the meeting is entitled to exercise a casting vote.
- (5) Minutes of ACF Inc meetings will list the names of those (member bodies or individuals) voting in favour of, against, or abstaining from voting on a particular motion

#### **TAKING OF A POLL**

20. If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the chairperson may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.

#### **WHEN A POLL IS TO BE TAKEN**

21. A poll that is demanded on the election of a chairperson, or on a question of adjournment, shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the chairperson may direct.

#### **AFFAIRS OF THE FEDERATION TO BE MANAGED BY A COMMITTEE**

22. (1) The affairs of the Federation shall be managed by a committee of management constituted as provided in rules 24.
- (2) The committee -
  - (a) shall control and manage the business and affairs of the Federation;
  - (b) may, subject to these rules, exercise all such powers and functions as may be exercised by the Federation, other than those powers and functions that are required by these rules to be exercised by general meetings of members of the Federation; and
  - (c) subject to these rules, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Federation.

#### **OFFICERS OF THE ASSOCIATION**

23. (1) The officers of the Federation shall be -
  - (a) a President;
  - (b) Vice-President;
  - (c) Immediate Past President;
  - (d) an International Liaison Officer;
  - (e) a Treasurer(b), (d) and (e) elected from the delegates whenever possible.
- (f) A Secretary, or where the Annual General Meeting determines, a Secretary/  
Treasurer.
- (2) The President shall not be a registered breeder or recognised judge of cats unless otherwise determined by the Annual General Meeting.

- (3) The provisions of sub-rules (2) and (3) of rule 24 i.e. President, Secretary and ordinary committeeperson so far as they are applicable and with the necessary modification, apply to and in relation to the election of persons to any of the offices mentioned in sub-rule (1) of this rule.
- (4) Each officer of the Federation shall hold office until the annual general meeting next after the date of his/her election but is eligible for re-election.
- (5) In the event of a casual vacancy in any office mentioned in sub-rule (1) of this rule, the committee may appoint one of its members to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of his/her appointment.

#### **CONSTITUTION OF THE COMMITTEE**

24. (1) The committee shall consist of -
- (a) the officers of the Federation with the exception of (c) Immediate Past President; and
  - (b) an ordinary committeeperson and an elected deputy committeeperson of each affiliated body in such a way each member is represented with one vote per affiliate.
- (2) Each ordinary committeeperson shall, subject to these rules, hold office until the annual general meeting next after the date of his/her appointment, but is eligible for re-appointment.
- (3) In the event of a casual vacancy occurring in the office of ordinary committeeperson, the committee may appoint a nominee of a member body from the same State or Territory as that of the committeeperson creating the vacancy, 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 his/her appointment.

#### **ELECTION OF MEMBERS OF COMMITTEE**

25. (1) Nominations of candidates for election of officers of the Federation or as ordinary committeepersons -
- (a) shall be made in writing nominated by a member of the Federation and accompanied by the written consent of the candidate if not present (which may be endorsed on the form of nomination); and
  - (b) shall be delivered to the Secretary of the Federation at least fourteen days before the date fixed for the holding of the annual general meeting.
  - (c) currently standing Officers of the Federation to advise the Secretary in writing if they intend to decline re-nomination for Executive position by the 30th March in the year preceding the ACF AGM and the Secretary will notify the Executive Committee. Should any of the current Officers of the Federation decline re-nomination for Executive position after this date it shall be in writing to the Secretary who will notify the Executive Committee.

- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a secret ballot shall be held.
- (5) The ballot for the election of officers shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

#### **VACATION OF OFFICE**

26. For the purposes of these rules, the office of an officer of the Federation or of an ordinary committee person becomes vacant if that person -
- (a) dies;
  - (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his/her creditors, or makes any assignment of his/her estate for their benefit;
  - (c) becomes of unsound mind;
  - (d) resigns his/her office by writing under his/her hand addressed to the committee;
  - (e) ceases to be a member of a member body of the Federation; or
  - (f) the member body of which he/she is a member ceases to be a member of the Federation.

#### **MEETINGS OF THE COMMITTEE AND OF THE SUB-COMMITTEES**

27. (1) The committee shall meet at least once in each year at such place and at such times as the committee may determine.
- (2) (a) Special meetings of the committee may be convened by the President, or any three of its members.
- (b) In place of a Special Meeting in matters of urgency, the President may direct the Secretary to conduct a poll in writing or by telegraph, facsimile or e-mail of members of the committee, which matters so resolved shall have the same force as though resolved at a Special Meeting.
- (3) Notice shall be given to members of the committee of any special meeting, specifying the general nature of the business to be transacted, and no other business shall be transacted at such a meeting.
- (4) Representatives of two-thirds of the member bodies constitute a quorum for the transaction of the business of a meeting of the committee.
- (5) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following month unless the meeting was a special meeting, in which case it lapses.

- (6) At meetings of the committee -
  - (a) the President, or in his/her absence the Vice-President; or
  - (b) If the President and the Vice-President are absent, such one of the remaining members of the committee as may be chosen by the members present, shall preside.
- (7) Questions arising at meetings of the committee or of any sub-committee appointed by the committee shall be determined on a show of hands or, if demanded by a member, by a secret ballot.
- (8) Each member body represented at a meeting of the committee or of any sub-committee appointed by the committee excepting the President, Immediate Past President and Secretary is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a casting vote.
- (9) Written notice of each committee meeting shall be served on each member of the committee by delivering it to him/her at a reasonable time before the meeting or by sending it by post in a prepaid letter addressed to him/her at his/her usual or last-known place of abode in time to reach him/her in due course of post before the date of the meeting.

#### **DISCLOSURE OF INTEREST IN CONTRACTS**

28. (1) A member of the committee who is interested in any contract or arrangement made or proposed to be made with the Federation shall disclose his/her interest at the first meeting of the committee at which the contract or arrangement is first taken into consideration, if his/her interest then exists, or, in any other case, at the first meeting of the committee after the acquisition of his/her interest.
- (2) If a member of the committee becomes interested in a contract or arrangement after it is made or entered into he/she shall disclose his/her interest at the first meeting of the committee after he/she becomes so interested.

#### **SUB-COMMITTEES AND EXECUTIVE COMMITTEE**

29. (1) The committee may at any time appoint a sub-committee from the committee as it may think fit and shall prescribe the powers and functions thereof.
- (2) The committee may co-opt as members of a sub-committee such persons as it thinks fit, whether or not those persons are members of a member body of the Federation, but a person so co-opted shall not be entitled to vote.
- (3) 3 appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee.
- (4) The Secretary of the Federation is responsible for calling meetings of a sub-committee.
- (5) Written notice of each sub-committee meeting shall be served on each member of the sub-committee by delivering it to him/her at a reasonable time before the meeting or by sending it by post in a pre-paid letter addressed to him/her at his/her last-known place of abode in time to reach him/her in due course of post before the date of the meeting.

- (6) The President, in consultation with the executive committee, can issue instructions in matters of urgency.

### **ANNUAL SUBSCRIPTION**

30. (1) The amount of the annual subscription may be altered from time to time by the members.
- (2) The annual subscription of a member is due and payable on or before the first day of the financial year of the Federation.

### **FINANCIAL YEAR**

31. The financial year of the Federation is the period beginning on the 1<sup>st</sup> May in each year and ending on the 30<sup>th</sup> April next following.

### **NOTICES**

32. A notice may be served by or on behalf of the Federation upon any member either personally or by sending it through the post in a prepaid letter addressed to the member at his/her usual or last known place of abode.

### **SUSPENSION AND EXPULSION OF MEMBERS**

33. (1) Subject to this rule, the committee may suspend or expel a member from the Federation if, in the opinion of the committee the member has been guilty of conduct detrimental to the interests of the Federation.
- (a) In the case of suspension, such decision will be made under the terms of clause 27 (Meetings of the committees and the subcommittees) and the suspended member will assume member body under suspension status for a period of one year. If at the expiry of that period the member body under suspension has not demonstrated remedial action/s pertaining to the cause of the suspension to the satisfaction of the committee, the committee may proceed with expulsion procedures.
- (2) The expulsion of a member pursuant to sub-rule (1) of this rule does not take effect –
- (a) until the expiration of thirty days after the service on the member of a notice under sub-rule (3) of this rule; or
- (b) if the member exercises his/her right of appeal under this rule, until the conclusion of the special general meeting to hear the appeal, convened in that member's state whichever is the later date.
- (3) Where the committee expels a member from the Federation, the Secretary of the Federation shall, without undue delay, cause to be served on the member a notice in writing –
- (a) stating that the committee has expelled the member;
- (b) specifying the grounds for the expulsion; and

- (c) informing the member that if he/she so desires he/she may, within thirty days after the service of the notice on him/her, appeal against the expulsion as provided in this rule.
- (4) A member on whom a notice under sub-rule (3) of this rule is served may appeal against the expulsion to a special general meeting delivering or sending by post to the Secretary of the Federation, within fourteen days after the service of that notice, a requisition in writing demanding the convening of such a meeting for the purpose of hearing his/her appeal.
- (5) Upon receipt of a requisition under sub-rule (4) of this rule, the Secretary shall forthwith notify the committee of its receipt and the committee shall thereupon cause a special general meeting of members to be held within thirty days after the date on which the requisition is received by the Secretary.
- (6) At a special general meeting convened for the purpose of this rule –
  - (a) no business other than the question of the expulsion shall be transacted;
  - (b) the committee may place before the meeting details of the grounds of the expulsion and the committee's reason for the expulsion;
  - (c) the expelled member shall be given an opportunity to be heard; and
  - (d) the members present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.
- (7) If at a special general meeting a majority of the members present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled member is entitled to continue his/her membership of the Federation.

## DISSOLUTION

- 34. (1) The Federation may be dissolved or wound up if a resolution to that effect is agreed to by 75% of the members of the Federation on a poll taken in such manner as the committee may determine.
- (2) Distribution of surplus property on winding up of the Federation:
  - (a) If upon the winding up or dissolution of the Federation there remain after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed among the members but shall be given or transferred –
    - (i) to another association incorporated under the Act; or
    - (ii) for charitable purposes
 which incorporated association or purposes, as the case requires shall be determined by the resolution of the members when authorising and directing the Committee under section 33(3) of the Act to prepare a distribution plan of the surplus property of the Federation.
  - (b) In the event of the winding up or dissolution of the Federation, the Commissioner of Taxation shall be advised of the date of dissolution within 30 days of the dissolution.

**SEAL OF THE ASSOCIATION**

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