THE AUSTRALIAN CAT FEDERATION (INC.)

CONSTITUTION

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PART 1: PRELIMINARY

Name

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

Interpretation

2. 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 member bodies convened in accordance with Rule
   c. "ordinary committee person" means a member of the committee to whom Rule 74.b 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 or provisional member body currently under suspension. A suspended member or provisional member body does not have representation on the committee of the Federation, nor does it have voting rights.
   f. "provisional member-body" is membership of a new member body as in Rule 19 and it conveys all membership rights and duties except voting rights.
   g. "delegate" means a person authorised by a member or provisional member body to represent or vote on behalf of the member or provisional member body.
   h. "resolution" means a resolution other than a special resolution.
   i. "special resolution" has the meaning given in Section 51 of the Act.
   j. "the Act" means the Associations Incorporation Act 2015 WA.
   k. “tier 1 association” means an incorporated association to which Section 64(1) of the Act applies.
3. 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.

Quorum

4. 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 there at) constitute a quorum for the transaction of the business of an annual general and a general meeting.
5. Committee persons or deputy committee persons from two thirds of the member bodies constitute a quorum, for the conduct of business at a committee meeting.

Financial Year

6. The financial year of the Federation is the period beginning on the 1st of May in each year and ending on the 30th of April next following.

Federation Office

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

Objects, Purposes and Powers

8. 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 member bodies 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 member bodies in a 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 Federations, institutions, funds, trusts, schemes, and conveniences calculated to benefit servants or past servants of the Federation and their dependents, and the granting of pensions, allowances, or other benefits to servants, or past servants of the Federation and their dependents, 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 Federation 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 Federation 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

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

   a. To recommend to member or provisional member bodies 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 member or provisional member bodies to conduct their own affairs as they shall determine.

   b. To recommend to member or provisional member bodies 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 member or provisional member bodies 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 member or provisional member bodies to protect the rights and interests of all member or provisional member bodies, 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 member or provisional member bodies 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 the Federation.

   g. To maintain standards of all breeds of cats recognized by the Federation.

   h. To maintain a register of cattery prefixes.

   i. To issue export certificates for cats registered in registries maintained by member or provisional member bodies.

   j. The ACF Judges Guild is recognised as a recommendatory body by the Federation.

   k. To receive from member or provisional member bodies and The Australian Cat Federation (Inc.) sub-committees, matters of business, and notice of motion.

   l. In cases where no member body exists in a State or Territory allow a member body of the Federation 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 judges of the Federation living in the State or Territory where no member body exists.

   m. To champion the cat as a valuable addition to the lifestyle and wellbeing of many social groups in Australia. To interact with State, Territory and Federal Government entities as appropriate to educate policy and/or law makers in the values upheld by responsible members of the cat fancy and to actively oppose the inhumane treatment of cats perceived to be a problem.

   n. To protect & promote health, welfare, and to raise awareness on the responsible ownership of all cats, including the microchipping of all cats and the desexing of cats sold as pets. Our member or provisional member bodies offer education and advice to pet owners and the showing of neutered and spayed domestic cats.

PART 2: NOT FOR PROFIT

10. The property and income of the Federation must be applied solely towards the promotion of the objects and purposes of the Federation and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member or provisional member body or persons, except in good faith in the promotion of those objects or purposes.

11. Payment may be made to a member or provisional member body or persons out of the funds of the Federation only if it is authorised under Rule 10.

12. A payment to a member or provisional member body or persons out of the funds of the Federation is authorised if it is:

    a. A payment in good faith to the member or provisional member body or persons as reasonable remuneration for any services provided to the Federation, or for goods supplied to the Federation, in the ordinary course of business; or

    b. The payment of interest, on money borrowed by the Federation from the member or provisional member body or persons at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or

    c. The payment of reasonable rent to the member or provisional member body or persons for premises leased by the member or provisional member body or persons to the Federation; or

    d. The reimbursement of reasonable expenses properly incurred by the member or provisional member body or persons on behalf of the Federation.

PART 3: MEMBER BODIES

Membership

13. The Federation must always have at least six (6) member bodies with full voting rights who shall pay a $100 initial fee to the Federation Treasurer to be kept in an account specifically for the liabilities, if any of the Federation in the event it is wound up and which is refundable in the event of the member or provisional member body leaving. All current member bodies as of 30 June 2019 shall pay that fee by 30 July 2019 and all new member bodies joining after 30 June 2019 shall pay that fee within fourteen (14) days of the notification referred to at Rule 21 herein.

14. Liability of members:

    a. A member of the management committee, trustee or a member of the Federation is not by reason only of being such a member of the management committee, trustee, or member liable in respect of the liabilities of the Federation.

    b. Rule 14.a does not apply in respect of liabilities incurred by or on behalf of the Federation prior to incorporation.

15. 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.

16. An Association which is not a member of the Federation shall not be admitted to membership unless:

    a. it is nominated as provided in Rule 17; and

    b. it is not aligned with any other recommendatory body within Australia; and

    c. its admission as a provisional member body is first approved by the committee and subsequently approved by an Annual General Meeting of the Federation.

Becoming a Member

17. 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.

18. As soon as is practicable after the receipt of a nomination, the Secretary of the Federation shall refer the nomination to the committee and, upon approval by the committee, to an Annual General Meeting of the Federation.

19. Upon a nomination being approved, the Secretary of the Federation 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 nominees name in a register of members to be kept by the Secretary of the Federation, whereupon the nominee becomes a provisional member body of the Federation.

20. Upon a nomination being approved and the Secretary of the Federation notifying the nominee as outlined in Rule 19 above, the Secretary of the Federation shall forward to the provisional member body a copy of these rules.

21. At a subsequent Annual General Meeting a provisional member body 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 provisional member body becomes a member body of the Federation.

Annual Subscription

22. The amount of the annual subscription may be altered from time to time by the committee.

23. The annual subscription of a member or provisional member body is due and payable on or before the first day of the financial year of the Federation.

24. A member or provisional member body will only be liable for any outstanding subscription fees for its own member or provisional member body.

Register of Member Bodies

25. A register of member or provisional member bodies shall be kept, including the current contact details for the Secretary of each including a postal, residential or email address and the Secretary of the Federation or another person authorised by the committee, is responsible for recording in that register any change in the membership of the Federation.

26. The Secretary of the Federation or another person authorized by the committee is responsible for the requirements imposed by the Act to maintain the register of member or provisional member bodies and record in that register any change in the membership of the Federation.

27. Any change to the register made in accordance with Rule 26 must be made within twenty-eight (28) days after the change occurs.

28. The register of member or provisional member bodies must be kept at the Secretary of the Federation's place of residence, or at another place determined by the Committee.

29. A member or provisional member body who wishes to inspect the register of member or provisional member bodies must contact the Secretary of the Federation to make the necessary arrangement.

30. If:

    a. a member or provisional member body inspecting the register of member or provisional member bodies wishes to make a copy of, or take and extract from, the register under Section 54(2) of the Act; or

    b. a member or provisional member body makes a written request under Section 56(1) of the Act to be provided with a copy of the register of members.

    The committee may require the member or provisional member body to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose relates to the affairs of the Federation.

31. Notwithstanding Rule 29 above, a member or provisional member body is entitled to inspect the register free of charge and may make a copy of, or take an extract from the register, but has no right to remove the register for that purpose.

32. If a member or provisional member body makes a request under Rule 29.b the committee is authorized to determine a reasonable charge for providing a copy of the register.

Ceasing Membership

33. Notwithstanding any provision herein to the contrary, a member or provisional member body which ceased to be a member or provisional member body of the Federation 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.

34. A member or provisional member body of the Federation may, at any time, resign from the Federation by delivering or sending by post to the Secretary of the Federation a written notice of resignation, signed by two (2) officers authorised to act on behalf of the member or provisional member body and evidence of the consent of the member or provisional member body.

35. Upon receipt of the notice under Rule 34, the Secretary of the Federation shall remove the name of the member or provisional member body by whom the notice was given from the register of member or provisional member bodies, whereupon they cease to be a member or provisional member body of the Federation.

36. A right, privilege, or obligation of a member or provisional 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.

37. In the event of the Federation being wound up:

a. every member of the Federation; and

b. every member or provisional member body who, within the period of twelve months immediately preceding the commencement of the winding up, was a member or provisional member body 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 or provisional member body is not liable to contribute to respect of any debt or liability of the Federation contracted after they cease to be a member.

PART 4: DISCIPLINARY ACTION

Suspension and Expulsion

38. Subject to this rule, the committee may suspend or expel a member or provisional member body from the Federation if, in the opinion of the committee, the member has been guilty of conduct detrimental to the interests of the Federation.

39. In the case of suspension, such decision will be made at a committee meeting convened in accordance with procedures outlined in these rules and the suspended member or provisional member body will assume member or provisional member body under suspension status for a period of one year. If at the expiry of that period the member or provisional 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.

40. The expulsion of a member or provisional member body does not take effect:

    a. until the expiration of thirty (30) days after the service on the member or provisional member body of a notice under Rule 41; or

    b. if the member or provisional member body exercises its right of appeal under this rule, until the conclusion of the special general meeting to hear the appeal, convened in that member or provisional member body's state whichever is the later date.

41. Where the committee expels a member or provisional member body from the Federation, the Secretary of the Federation shall, without undue delay, cause to be served on the member or provisional member body a notice in writing:

    a. stating that the committee has expelled the member or provisional member body.

    b. specifying the grounds for the expulsion; and

    c. informing the member or provisional member body that if it so desires it may, within thirty (30) days after the service of the notice on it, appeal against the expulsion as provided in this rule.

42. A member or provisional member body on whom a notice under Rule 41 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 (14) days after the service of that notice, a requisition in writing demanding the convening of such a meeting for the purpose of hearing its appeal.

43. Upon receipt of a requisition under Rule 42 the Secretary of the Federation 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 (30) days after the date on which the requisition is received by the Secretary of the Federation.

44. 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 or provisional member body shall be given an opportunity to be heard; and

    d. the member bodies present shall vote by secret ballot on the question whether the expulsion should be lifted or confirmed.

45. If at a special general meeting the majority the member bodies present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled member or provisional member body is entitled to continue its membership of the Federation.

PART 5: RESOLVING DISPUTES

46. In these rules, the following definitions shall apply:
    a. "grievance procedure" means the procedures set out in this part;
    b. "party to a dispute" includes a person;
        i. who is a party to the dispute; and
        ii. who ceases to be a member within six (6) months before the dispute has come to the attention of each party to the dispute.
47. The grievance procedure applies to disputes:
    a. between member or provisional member bodies; or
    b. between one or more member or provisional member bodies and the Federation.

Dispute Resolution

48. The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days after the dispute has come to the attention of each party.
49. If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 48, any party to the dispute may start the grievance procedure by giving written notice to the Secretary of the Federation, of:
    a. the parties to the dispute; and
    b. the matters that are the subject of the dispute.
50. Within twenty-eight (28) days after the Secretary of the Federation has been given notice in accordance with the grievance procedure, a committee meeting must be convened to consider and determine the dispute.
51. The Secretary of the Federation must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined, at least seven (7) days before the meeting is held.
52. The notice given to each party to the dispute must state:
    a. when and where the committee meeting is to be held; and
    b. that the party or the party's representative may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.
53. If:
    a. the dispute is between one or more member or provisional member body/ies of the Federation including a suspended or expelled member; and
    b. any party to the dispute gives written notice to the Secretary of the Federation stating that the party:
        i. does not agree to the dispute being determined by the committee; and
        ii. requests the appointment of a mediator under Rule 58,

    the committee must not determine the dispute.

Determination of Dispute by Committee

54. At the committee meeting at which a dispute is to be considered and determined, the committee must:

    a. give each party to the dispute, or the parties' representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and

    b. give due consideration to any submissions so made; and

    c. determine the dispute.

55. The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within seven (7) days after the committee meeting at which the determination is made.

56. A party to the dispute may within fourteen (14) days after receiving notice of the committee's determination under Rule 55 above, give written notice to the Secretary of the Federation requesting the appointment of a mediator under Rule 58.

57. If a notice is given under Rule 56 above, each party to the dispute is a party to the mediation.

Mediation

58. This part applies if written notice has been given to the Secretary of the Federation requesting the appointment of a mediator under Rule 53.b.ii or Rule 56.

59. If this decision applies a mediator must be chosen or appointed under Rule 60.

Appointment of a Mediator

60. If the appointment of a mediator was requested by a party to a dispute under Rule 53.b.ii or Rule 56, an accredited mediator must be chosen by agreement between the parties to the dispute.

61. If there is no agreement under Rule 60 then the committee must appoint a mediator.

62. The person appointed as a mediator either in accordance with Rule 60 or Rule 61 must be an accredited mediator who acts as a mediator for another not-for-profit body, such as a Community Legal Centre.

63. The person appointed as a mediator may be a member or former member of a member body of the Federation but must not:

    a. have a personal interest in the matter that is the subject of the mediation; or

    b. be biased in favour of or against any party to the mediation.

Mediation Process

64. The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

65. If:

    a. mediation takes place because a member or provisional member body whose membership is suspended or who is expelled from the Federation gives notice under Rule 53; and

    b. as the result of the mediation the decision to suspend the member or provisional member body's membership or expel the member or provisional member body is revoked,

    that revocation does not affect the validity of any decision made at a committee meeting, general meeting, or annual general meeting during the period of suspension or expulsion.

PART 6: COMMITTEE

66. The affairs of the Federation shall be managed by a committee of management constituted as provided in Rule 74.

67. 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 annual or general meetings of member bodies 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.

Committee Officers

68. The officers of the Federation shall be:

    a. President.

    b. Vice-President.

    c. Immediate Past President.

    d. International Liaison Officer.

    e. Treasurer.

    f. Secretary, or where the Annual General Meeting determines, a Secretary/Treasurer.

69. The Vice-President, International Liaison Officer, Secretary and Treasurer will be elected from the member bodies whenever possible.

70. The President shall not be a registered breeder or recognised judge of cats unless otherwise determined by the Annual General Meeting.

71. Rules 75 and 76, 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 Rule 68.

72. Each officer of the Federation shall hold office until the annual general meeting next after the date of their election but is eligible for re-election.

73. In the event of a casual vacancy in any office mentioned in Rule 68, the committee may appoint one of its members to the vacant office, and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of their appointment.

Committee Membership

74. The Committee shall consist of:

    a. the Officers of the Federation except for (c) Immediate Past President; and

    b. an ordinary committeeperson and a deputy committeeperson of each member body in such a way each member body is represented with one vote.

75. Each ordinary committeeperson or deputy committeeperson shall, subject to these rules, hold office until the annual general meeting next after the date of their appointment, but is eligible for re-appointment.

76. In the event of a casual vacancy occurring in the office of ordinary committeeperson, or deputy committeeperson, the committee may accept a nominee of a member or provisional member body from the same State or Territory as that of the committeeperson creating the vacancy, to fill the vacancy, and the committeeperson so nominated shall hold office, subject to these rules until the conclusion of the annual general meeting next following the date of their appointment.

Record of Office Holders

77. The record of committee members; any person authorized to use the seal of the Federation; any person who acts as a trustee on behalf of the Federation; or any other persons authorized to act on behalf of the Federation is required to be maintained under the Act and must be kept in the Secretary's custody or under the Secretary's control.

Election of Committee Officers

78. Nominations of candidates for election of Officers of the Federation:

    a. shall be made in writing nominated by a member or provisional member body 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 (14) days before the date fixed for the holding of the annual general meeting.

    c. current standing Officers of the Federation to advise the Secretary of the Federation in writing if they intend to decline re-nomination for a Committee Officer position by the 30th of March in the year preceding the Federation's annual general meeting and the Secretary of the Federation will notify the Committee Officers. Should any of the current Officers of the Federation decline re-nomination for a Committee Officer position after this date it shall be in writing to the Secretary of the Federation who will notify the Committee.

79. 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.

80. 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.

81. If the number of nominations exceeds the number of vacancies to be filled, a secret ballot shall be held.

82. 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.

Persons Excluded from being Committee Members

83. No person under the age of eighteen (18) years of age shall be appointed as a committee member.

84. The following persons must not accept an appointment or act as a member of the committee.

    a. A person who is, according to the Interpretation Act 1984 Section 13D, a bankrupt or person whose affairs are under insolvency laws.

    b. A person who has been convicted in any State or Territory of Australia of:

        i. an indictable offence in relation to the promotion, formation, or management of a body corporate; or

        ii. an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three (3) months; or

        iii. an offence under Part 4 Division 3 or section 127 of the Act.

85. Rule 84 only applies to a person who has been convicted of the above offences within five (5) years of the conviction and the date of their application to the committee, or within five (5) years from their release from prison to the date of their application to the committee.

Validity of Acts

86. The acts of the committee or sub-committee or of a committee member or member of a sub-committee are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of a committee member or member of a sub-committee.

Duties of Committee Members and Officers

87. All Committee officers as described in Rule 68 and all Committee members or deputy committeepersons otherwise accepted in accordance with these rules must exercise their powers and discharge their duties in accordance with the duties described in the Act, that is:

    a. with a degree of care and diligence that a reasonable person would exercise in the same position;

    b. in good faith and in the best interests of the Federation; and

    c. for a proper purpose.

88. All Committee officers as described in Rule 68 and all ordinary committeepersons or deputy committeepersons otherwise accepted in accordance with these rules must not:

    a. use their position to:

        i. gain an advantage for themselves or another person; or

        ii. cause detriment to the Federation.

    b. improperly use any information acquired as a result of their position on the Committee or as an officer to:

        i. gain an advantage for themselves or another person; or

        ii. cause detriment to the Federation.

Duties of Office Holders

89. In addition to the duties, responsibilities and obligations described in Rules 87 and 88 the following office holders have responsibility for:

    a. President: - has the following duties:

        (a) to consult with the Secretary of the Federation regarding the business to be conducted at each annual general, general and committee meeting.

        (b) the powers and duties related to convening and presiding at committee meetings and presiding at annual general, general, and special general meetings provided for in these rules.

        (c) the President or in the President's absence, the Vice President, must preside as Chairperson of each annual general, general, special general and committee meetings.

        (d) if the President and Vice President are absent or are unwilling to act as Chairperson of a meeting, the committee members at the meeting must choose one of them to act as Chairperson of the meeting with the procedure to be followed at a committee meeting being determined from time to time by the committee.

        (e) is to have the casting vote in the event of a tied vote.

        (f) from time to time, at their discretion, may offer guiding advice to the member bodies in the process of decision making.

    b. Secretary of the Federation –has the following duties:

        (a) dealing with the Federation's correspondence.

        (b) consulting with the President regarding the business to be conducted at each annual general, general and committee meeting.

        (c) preparing the notices required for meetings and for the business to be conducted at meetings.

        (d) unless another member is organised by the committee to do so, maintaining on behalf of the Federation, the Register of Member Bodies and recording in the Register any changes in the membership, as required under Section 53(1) of the Act.

        (e) unless another member is authorised by the Committee to do so, maintaining on behalf of the Federation, a record of the Committee members and other persons authorised to act on behalf of the Federation, as required under Section 58(2) of the Act.

(f) ensuring the safe custody of the books of the Federation, other than the financial records, financial statements and financial reports, as applicable to the Federation.

(g) maintaining full and accurate Minutes of annual general, general and committee meetings; and

(h) carrying out any other duty given to the Secretary of the Federation under these rules or by the committee.

c. Treasurer – has the following duties:

(a) ensuring that any amounts payable to the Federation are collected and issuing receipts for those amounts in the Federation's name.

(b) ensuring that any amounts paid to the Federation are credited to the appropriate account of the Federation, as directed by the committee.

(c) ensuring that any payments to be made by the Federation that have been authorised by the committee or at a general meeting are made on time.

(d) ensuring that the Federation complies with the relevant requirements of Part 5 of the Act.

(e) ensuring the safe custody of the Federation's financial records, financial statements, and financial reports, as applicable to the Federation.

(f) as a Tier 1 association, coordinating the preparation of the Federation's financial statements before their submission to the Federation's annual general meeting.

(g) providing any assistance required by an auditor or reviewer conducting an audit or review of the Federation's financial statements or financial report under Part 5 Division 5 of the Act.

(h) carrying out any other duty given to the Treasurer under these rules or by the committee.

Vacation of Office

90. For the purposes of these rules, the office of an officer of the Federation or of an ordinary committeeperson or deputy committee person becomes vacant if that person:

a. fails to attend three consecutive committee meetings of which the officer has been given notice, without having notified the committee that the officer holder or another representative of the member body will be unable to attend.

b. dies.

c. becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with their creditors or makes any assignment of their estate for their benefit.

d. becomes permanently unable to act as a committee member because of a mental or physical disability.

e. resigns their office by writing under their hand addressed to the Secretary of the Federation and the resignation takes effect.

i. when the notice is received by the Secretary of the Federation; or

ii. if a later time is stated in the notice at that later time.

f. ceases to be a member of a member or provisional member body of the Federation; or

g. the member or provisional member body of which they are a member ceases to be a member of the Federation.

91. Where a person ceases to be a member of the committee, that person is required to, as soon as practicable after their membership ceases, deliver to a member of the committee all the relevant documents and records they hold pertaining to the management of the Federation's affairs.

Committee Meetings and Sub-Committees

92. The committee shall meet at least three (3) times in each year at such place and at such times and at such dates as the committee may determine, subject to the following:

    a. at least one committee meeting must require that the quorum is of committee members in person: and

    b. for any other committee meetings, the presence of a committee member at a committee meeting need not be by attendance in person but may be by that committee member and each other committee member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication; and

    c. a member who participates in a committee meeting as allowed under sub rule 92 b is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

93. Special meetings of the committee may be convened by the President, or any three of its members.

94. In place of a special meeting in matters of urgency, the President may direct the Secretary of the Federation 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.

95. 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.

96. Representatives of two-thirds of the member bodies constitute a quorum for the transaction of the business of a meeting of the committee.

97. 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.

98. At meetings of the committee:

    a. the President, or in their 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.

99. 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 or a provisional member body, by a secret ballot.

100. 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 of the Federation 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.

101. Written notice of each committee meeting shall be served on each member of the committee by delivering it to them at a reasonable time before the meeting or by sending it by post in a prepaid letter addressed to them at their usual or last known place of abode in time to reach them in due course of post before the date of the meeting.

Disclosure of Interest in Contracts

102. A member of the committee who has a material personal interest any matter being considered at a committee meeting must:

   a. disclose their interest at the first meeting of the committee at which the contract or arrangement is first taken into consideration, if their interest then exists; or

   b. in any other case, at the first meeting of the committee after the acquisition of their interest; and

   c. disclose the nature and extent of the interest at the next general meeting of the Federation.

103. If a member of the committee acquires a material personal interest in a contract or arrangement after it is made or entered into by the Federation, they shall disclose their interest at the first meeting of the committee after they become so interested.

104. A conflict of interest does not apply in respect of a material personal interest:

   a. that exists only because the member of the committee is an employee of the incorporated association; or

   b. is a member of the committee of a class of persons for whose benefit the Federation is established; or

   c. that the member of the committee has in common with all, or a substantial portion of, the members of the committee of the Federation.

105. A member of the committee who has a material personal interest in a matter being considered at a meeting of the management committee must not be present while the matter is being considered at the meeting or vote on the matter.

Sub-committees

106. 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.

107. The committee may co-opt as members of a sub-committee such persons as it thinks fit, whether those persons are members of a member or provisional member body of the Federation, but a person so co-opted shall not be entitled to vote.

108. Three (3) appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee.

109. The Chairperson of the sub-committee is responsible for calling meetings of a sub-committee.

110. Written notice of each sub-committee meeting shall be served on each member of the sub-committee by delivering it to them at a reasonable time before the meeting or by sending it by post in a pre-paid letter addressed to them at their last-known place of abode in time to reach them in due course of post before the date of the meeting.

111. The President, in consultation with the committee, can issue instructions in matters of urgency.

PART 7: MEETINGS

Annual General Meeting

113. The Federation shall, in each year, hold an annual general meeting.

114. The annual general meeting shall be held on such day (being not later than four (4) months after the close of the financial year of the Federation) as the committee may determine.

115. The annual general meeting shall be in addition to any other special general meeting or any other general meeting that may be held in the same year.

116. The annual general meeting shall be specified as such in the notice convening it.

117. 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 officers of the Federation, auditor's report upon the books and accounts for the last preceding financial year, member or provisional 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 agree to nominations for the ordinary committee persons and deputy committee persons as made by the member or provisional member bodies.

d. to appoint the auditor.

e. to determine the remuneration of officers of the Federation; and

f. to determine changes to these Rules made by Special Resolution.

118. In addition to the annual general meeting, a minimum of one general meeting must be held in each year.

119. a. The annual general meeting may transact special business of which notice is given in accordance with these rules.

b. Any changes to these Rules may only be made by special resolution at an annual general meeting.

120. All meetings other than the annual general meeting shall be called special general meetings or general meetings.

Special General Meetings

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

122. The committee shall, on the requisition in writing of not less than three members, convene a special general meeting of the Federation.

123. 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.

124. If the committee does not cause a special general meeting to be held within twenty-one (21) 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 (3) months from the date of the deposit of the requisition.

125. 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

126. At least one general meeting of the Federation will immediately follow the conclusion of the annual general meeting.

127. The committee may, whenever it thinks fit, convene a general meeting of the Federation.

128. The ordinary business of any general meeting shall be to:

   a. confirm the minutes of the last preceding general meeting.

   b. receive from member or provisional member bodies matters of business and notices of motion, dealing with the general running of the Federation.

   c. transact business of which notice is given in accordance with these rules.

   d. transact any additional item of general business that from time to time may arise as determined by the meeting.

Notice of Annual General and General Meetings

129. The Secretary of the Federation shall, at least sixty (60) days before the date fixed for holding any meetings of the Federation, other than special general meetings, notify all member or provisional member bodies in writing specifying the place, day, and time for the holding of the meeting. Motions & proposals to be received by the Secretary of the Federation no later than forty (45) days prior to the date of the meeting. The agenda for the meeting and the business to be transacted thereat to be circulated no later than thirty (30) days before the date of the meeting.

Business and Quorum at Meetings

130. In relation to special general meetings and the annual general meeting:

   a. All business that is transacted at special general meetings and all business that is transacted at the annual general meeting, except for 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.

131. 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.

132. 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.

133. If within one hour after the appointed time from the commencement of an annual general or 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 Meetings

134. The President, or in their absence, the Vice-President, shall preside as chairperson at every annual general, special general or general meetings of the Federation.

135. If the President and Vice-President are absent from an annual general, special general or general meeting, the members bodies present shall elect one of their number to preside as chairperson there at.

Adjournment of Meetings

136. The chairperson of a 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.

137. Where a meeting is adjourned for fourteen (14) days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting,

138. 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 at Annual General Meetings, General Meetings, Special General Meetings, and Alteration to Rules

139. The question arising at an annual general, a special general or 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.

140. Where the question arising at an annual general, or special 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.

141. The Secretary of the Federation must keep minutes of the resolutions and proceedings of all annual general meeting, general meetings, special general meeting, and each committee meeting, together with a record of the names of persons present at those meetings. These minutes to be distributed to all member or provisional member bodies or committee persons within thirty (30) days of each meeting.

142. All questions arising at an annual general, general meeting (other than questions relating to an alteration or amendment of these rules in accordance with rule 140 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 or provisional member bodies within 30 days of each meeting and all decisions made at the general meeting become effective upon receipt of the minutes.

Votes

143. Each member or provisional member body shall appoint annually an ordinary committee and deputy committee person to represent the member or provisional member body and shall advise the Secretary of the Federation in writing of the names of these persons at least fourteen (14) days prior to the annual general or general meeting.

144. Upon any question arising at an annual general, a special general or a general meeting of the Federation each member body has one vote only.

145. Except for provisional member bodies which do not have a vote as stated in Rule 2.f, all votes shall be given personally.

146. In the case of an equality of voting on a question the chairperson of the meeting is entitled to exercise a casting vote.

147. Minutes of the Federation meetings will list the names of those (member bodies or individuals) voting in favour of, against, or abstaining from voting on a particular motion.

Polling

148. 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.

149. 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.

PART 8: FINANCIALS

Requirements of the Act

150. For each financial year, the Committee must ensure that the requirements imposed on the Federation under Part 5 of the Act relating to the financial statements or financial report of the Federation are met.

151. Without limiting Rule 150 those requirements include:

a. As the Federation is a tier 1 Association, the preparation of the financial statements: and

b. If required the review or auditing of the financial statements or financial report, as applicable; and

c. The presentation to the Annual General Meeting of the financial statements or financial report as applicable; and

d. If required, the presentation to the Annual General Meeting of the copy of the report of the review or auditor's report as applicable on the financial statements or financial report.

Accounts, Receipts, and Expenditure

152. 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.

153. 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.

154. The account books, and records referred to in Rules 152 and 153 shall be kept at the Federation's office or at such other place as the committee may decide.

155. The Federation must retain its financial records for at least seven (7) years after the transactions covered by the records are completed.

Banking and Finance

156. 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.

157. 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.

158. 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.

159. 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.

160. No cheque shall be drawn on the Federation's bank account except for the payment of expenditure that has been authorised by the committee.

161. 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

162. At each annual general meeting of the Federation, the members present shall appoint a person as the auditor of the Federation.

163. A person so appointed shall hold office until the annual general meeting next after that at which they are appointed and is eligible for re-appointment.

164. 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.

165. 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.

166. Except as provided in Rule 164, the auditor may only be removed from office by special resolution.

167. If a casual vacancy occurs in the office of auditor during 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

168. Once at least in each financial year of the Federation, the accounts of the Federation shall be examined by the auditor.

169. The auditor shall certify as to the correctness of the accounts of the Federation and shall report thereon to the member or provisional member bodies present at the annual general meeting.

170. In their report, and in the certifying to the accounts, the auditor shall state:

a. whether they have obtained the information required by them.

b. whether, in their opinion, the accounts are properly drawn up to exhibit a true and correct view of the financial position of the Federation according to the information at their disposal and the explanations given to them 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.

171. 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.

172. 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 their duties as auditor.

c. may employ persons to assist them 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.

PART 9: GENERAL

Income and Property of the Federation

173. 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 or provisional member body of the Federation.

174. 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).

175. Nothing in the foregoing provisions of this rule prevents the payment in good faith to a servant or member or provisional member body of the Federation of:

a. remuneration in return for service rendered to the Federation by the servant or member or provisional member body or of goods supplied to the Federation by the servant or member provisional member body 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 provisional member body; or

c. a reasonable and proper sum by way of rent for premises let to the Federation by the servant or member or provisional member body.

Notices

176. A notice may be served by or on behalf of the Federation upon any member or provisional member body either personally, by electronic means or by sending it through the post in a prepaid letter addressed to the member or provisional member body at its usual or last known place of abode.

Dissolution

177. The Federation may be dissolved or wound up if a resolution to that effect is agreed to by 75% of the member bodies of the Federation on a poll taken in such manner as the committee may determine.

Distribution of Surplus Property

178. 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 –

a. to another Federation incorporated under the Act; or

b. a body corporate that at the time of the distribution is the holder of a licence under the Charitable Collections Act 1946

which incorporated Federation or purposes, as the case requires shall be determined by the resolution of the member bodies when authorising and directing the Committee to prepare a distribution plan of the surplus property of the Federation.

179. 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 Federation

180. 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".

181. 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.

182. The seal shall remain in the custody of the Secretary.