



CONSTITUTION

AUSTRALIAN SOCIETY OF SECTION CAR OPERATORS INCORPORATED

October 2020

Incorporated under the South Australia Associations Incorporation Act 1985

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Part 1 – Preliminary

1 Definitions

- (1) The **name of the society** is the Australian Society of Section Car Operators Incorporated ('the society').
- (2) An **ordinary committee member** means a member of the committee who is not an office-bearer of the society.
- (3) **Membership year** is the time each year from 1 January to 31 December.
- (4) **Secretary** means:
 - (a) The person holding office under this constitution as secretary of the society.
 - (b) If no person holds that office – the public officer of the society.
- (5) A **special general meeting** means a meeting of the society other than a general meeting or annual general meeting.
- (6) The **Act** means *South Australia Association Incorporation Act 1985*.
- (7) The **Regulation** means *Associations Incorporation Regulation 2008*.

2 References

- (1) In this constitution:
 - (a) A reference to a function includes a reference to a power, authority, and duty.
 - (b) A reference to the exercise of a function includes if the function is a duty, a reference to the performance of the duty.
- (2) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

3 Objects

- (1) The objects of the society means:
 - (a) The restoration and operation of section cars as a legitimate activity.
 - (b) Development, implementation, and management of a safety management system that is compliant with the requirements of the Rail Safety National Law.
 - (c) The promotion of public interest in the activities of the society.

Part 2 – Membership

4 Membership generally

- (1) A person is eligible to be a member of the society if they:
 - (a) Are a natural person.
 - (b) Have attained the age of 16 years.
 - (c) Have applied and been approved for membership type shown in clause 5.
- (2) All members must comply with the society's code of conduct policy.

5 Types of membership

- (1) There are four (4) types of membership available:

<i>Membership type</i>	<i>Conditions</i>
(a) Active	<ol style="list-style-type: none">(i) Eligible to participate in society section car meets.(ii) Entitled to voting rights at general meetings, special general meetings, and annual general meetings.(iii) Eligible for nomination to the committee.
(b) Non-active	<ol style="list-style-type: none">i) Not eligible to participate in society section car meets.ii) Entitled to voting rights at general meetings, special general meetings, and annual general meetings.
(c) Family	<ol style="list-style-type: none">i) Must be an immediate relative of an existing financial member.ii) Entitled to participate in society section car meets.iii) Not entitled to voting rights at general meetings, special general meetings, and annual general meetings.
(d) Life	<ol style="list-style-type: none">i) May be elected by the membership upon request in writing to the committee.ii) May be granted to any active member in recognition of outstanding service to the society.iii) Entitled to voting rights at general meetings, special general meetings, and annual general meetings.iv) Is determined at an annual general meeting under clause 30(2)(e).v) Is not obliged to pay membership subscriptions for the remainder of their membership, other than insurance fees to participate in society section car meets.

- (2) The types of membership in clause 5(1) selected on application or renewal will remain current for the membership year and cannot be changed or upgraded until the following membership year.

6 Application for membership

- (1) An application by a person for membership:
 - (a) Must be made in writing (including by email or other electronic means) in the form determined by the committee.
 - (b) Must be lodged (including by email or other electronic means) with the secretary.
- (2) As soon as practicable after receiving an application for membership the secretary must refer the application to the committee.
- (3) The committee will determine whether to approve or reject an application for membership at the next committee meeting.
- (4) As soon as practicable after the committee makes that determination, the secretary must:
 - (a) Notify the applicant in writing (including by email or other electronic means) that the committee has approved or rejected the application (whichever is applicable).
- (5) When the committee approves a membership application:
 - (a) The secretary must, within 28 days, enter, or cause to be entered, the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member.
 - (b) The treasurer shall, within 28 days, send to the applicant a receipt for any fees paid with the application in writing (including by email or other electronic means).
- (6) When the committee rejects a membership application:
 - (a) The treasurer shall, within 28 days, refund in full to the applicant any fees paid with the application.

7 Fees and subscriptions

- (1) A member must, on admission to membership, pay to the society:
 - (a) An **application fee** relevant to the type of membership selected, or
 - (b) If some other amount is determined by the committee, that other amount.
- (2) In addition to any amount payable under clause 7(1), a member must pay to the society:
 - (a) An annual **membership subscription** relevant to the type of membership selected for the next membership year, or
 - (b) If some other amount is determined by the committee, that other amount.
- (3) Exceptions to clause 7(2) are when:

- (a) The member ceases to be a member, as provided by clause 10, before the first day of the membership year in each calendar year.
- (4) Upon application or renewal, a member shall not be entitled to alter or upgrade the type of membership selected in their application or renewal for the remainder of the membership year.
- (5) A member whose annual membership subscription is not paid to the society within three (3) months after the due date will cease to be a member unless the committee determines otherwise.

8 Voting

- (1) Each member, excluding those who hold a family membership, has one (1) vote at special general meetings and annual general meetings.
- (2) A member is not eligible to vote until 10 working days after they become a member.

9 Membership entitlements not transferable

- (1) A right, privilege, or obligation that a person has by reason of being a member:
 - (a) Is not capable of being transferred or transmitted to another person.
 - (b) Terminates on cessation of the person's membership.

10 Cessation of membership

- (1) A person ceases to be a member if they:
 - (a) Die.
 - (b) Resign membership in writing.
 - (c) Are expelled from the society.
 - (d) Fail to pay the annual membership subscription, under clause 7(5).

11 Resignation of membership

- (1) A member may resign by first giving to the secretary written notice of at least one (1) month (or any other period that the committee may determine) of their intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (2) If a member ceases to be a member under clause 11(1), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

12 Register of members

- (1) The secretary must establish and maintain a register of members (whether in written or electronic form) specifying the name and postal, residential, or email address of each person who is a member, together with the date on which the person became a member.
- (2) The register of members must be held:
 - (a) In the custody of the public officer of the society.
 - (b) At the main premises of the society.
 - (c) If the society has no premises – at the society's official address.
- (3) The register of members must be open for inspection, free of charge, by any member at any reasonable hour.
- (4) A member may obtain a hard copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (5) If a member requests that any information contained on the register of members about them (other than their name) not be available for inspection, that information must not be made available for inspection.
- (6) A member must not use information about a person obtain from the register of members to contact or send material to that person, other than for:
 - (a) The purposes of sending that person:
 - (i) A newsletter.
 - (ii) A notice in respect of a meeting or other society event.
 - (iii) Other material relating to the society.
 - (b) Any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (7) If the register of members is kept in electronic form:
 - (a) It must be convertible into hard copy.
 - (b) The requirements of clauses 12(3) and 12(4) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

13 Members' liabilities

- (1) The liability of a member to contribute towards the payment of the debts and liabilities of the society, or the costs, charges, and expenses of the winding-up of the society, is limited to the amount, if any, unpaid by the member in respect of membership, as required by clause 7.

14 Resolution of disputes

- (1) Subject to section 40 of the Act:
 - (a) A dispute between a member and another member (in their capacity as members), or a dispute between a member (or members) and the society,

shall be referred to a dispute resolution centre closest to the member's address as listed on the register of members.

- (b) If a dispute is not resolved by mediation within three (3) months of the referral to a dispute resolution centre, the dispute is to be referred to arbitration.

15 Disciplining of members

- (1) Any person may make a complaint to the committee that a member has:
 - (a) Refused or neglected to comply with a provision (or provisions) of this constitution.
 - (b) Has willfully acted in a manner prejudicial to the interests of the society.
 - (c) Refused or neglected to comply with the society's code of conduct policy.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious.
- (3) If the committee decides to deal with the complaint, the committee must:
 - (a) Cause notice of the complaint to be served on the member concerned.
 - (b) Give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint.
 - (c) Take into consideration any submissions made by the member in connection with the complaint.
- (4) The committee may, by resolution, expel or suspend the member from membership if, after considering the complaint and any submissions made in connection with the complaint:
 - (a) It is satisfied that the facts alleged in the complaint have been proved.
 - (b) The expulsion or suspension is warranted in the circumstances.
- (5) If the committee expels or suspends a member the secretary must, within seven (7) days after the action is taken, cause written notice to be given to the member of:
 - (a) The action taken.
 - (b) The reasons given by the committee for having taken that action.
 - (c) The member's right of appeal under clause 16.
- (6) The expulsion or suspension does not take effect:
 - (a) Until the expiration of the period within which the member is entitled to appeal against the resolution concerned.
 - (b) If within that period the member exercises the right of appeal, unless and until the society confirms the resolution under clause 14, whichever is the later.

16 Right of appeal of disciplined member

- (1) A member may appeal to the society in a general meeting against a resolution of the committee under clause 14, within seven (7) days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to reply for the appeal.
- (3) On receipt of a notice from a member under clause 16(1), the secretary must notify the committee, which is to convene a general meeting to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting convened under clause 16(3):
 - (a) No business other than the question of the appeal is to be transacted.
 - (b) The committee and the member must be given the opportunity to state their respective cases orally or in writing, or both.
 - (c) The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by members.

Part 3 – The committee

17 Powers of the committee

- (1) Subject to the Act and the Regulation, this constitution and any resolution passed in general meeting, the committee:
 - (a) Is to control and manage the affairs of the society.
 - (b) May exercise all the functions that may be required by the society, other than those functions that are required by this constitution to be exercised by a general meeting of members.
 - (c) Has the power to perform all acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the society.

18 Composition and membership of committee

- (1) The committee is to consist of:
 - (a) The office-bearers of the society.
 - (b) At least three (3) ordinary committee members.
- (2) The total number of committee members shall be seven (7), each of whom shall be elected at an annual general meeting, under clause 30.
- (3) The office-bearers of the society shall consist of:
 - (a) President.
 - (b) Vice-president.
 - (c) Treasurer.
 - (d) Secretary.
- (4) A committee member may hold office in up to two (2) positions (other than both president and vice-president).
- (5) An office-bearer shall not hold office for more than four (4) consecutive years.
- (6) There is no maximum number of consecutive terms for which a committee member may hold office.
- (7) Subject to this constitution each member of the committee:
 - (a) If holding office – is to hold office until immediately before the election of committee members at an annual general meeting every four (4) years following the date of the committee member's initial election.
 - (b) Is eligible for re-election.
 - (c) Must be a financial active member and be undertaking or have completed current training requirements.

19 Election of committee members

- (1) Nominations of candidates for election as office-bearers or ordinary committee members must be:
 - (a) Made in writing, signed by two (2) members and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination).
 - (b) Delivered to the secretary at least seven (7) days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received under clause 19(1) to fill all vacant positions on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received at the annual general meeting, any vacant positions remaining on the committee are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacant positions on the committee, the candidates nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacant positions on the committee, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary committee members is to be conducted at an annual general meeting in any usual and proper manner that the committee directs.
- (7) A candidate for election as an office-bearer or as an ordinary committee member must be a financial active member and be undertaking or have completed current training requirements.
- (8) If no financial active members apply, nominations will be accepted from the general membership to fill any vacant position until the next annual general meeting, as per this constitution, to which clause 22 applies.

20 Secretary

- (1) The secretary must, as soon as practicable after being appointed as secretary, lodge notice with the society of their address.
- (2) The secretary must keep minutes (whether in written or electronic form) of:
 - (a) All appointments of office-bearers and members of the committee.
 - (b) The names of members of the committee present at a committee meeting or a general meeting.
 - (c) All proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (4) The signature of the chairperson may be transmitted by electronic means for the purposes of clause 20. **Error! Reference source not found..**

21 Treasurer

- (1) The treasurer must ensure:
 - (a) All money due to the society is collected and received.
 - (b) All payments authorised by the society are made.
 - (c) Correct books and accounts are kept showing the financial affairs of the society, including full details of all receipts and expenditure connected with the activities of the society.

22 Casual vacancies

- (1) In the event of a casual vacancy occurring in the committee, the committee may appoint a member from the general membership to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of appointment.
- (2) A casual vacancy in the committee occurs if the member:
 - (a) Dies.
 - (b) Ceases to be a member.
 - (c) Is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth.
 - (d) Resigns office by notice in writing given to the secretary.
 - (e) Is removed from office under clause 23.
 - (f) Becomes a mentally incapacitated person.
 - (g) Is absent without the consent of the committee from three (3) consecutive meetings of the committee.
 - (h) Is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three (3) months.
 - (i) Is prohibited from being a director of a company under part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

23 Removal of committee members

- (1) The society in a general meeting may, by resolution:
 - (a) Remove any committee member from holding office before the expiration of the member's term in office.
 - (b) Appoint another member to hold office until the expiration of the term of office of the committee member so removed.
- (2) If a committee member to whom a proposed resolution referred to in clause 23(1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members:

- (a) The secretary or the president may send a copy of the representations to each member.
- (b) If the representations are not so sent – the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

24 Committee meetings and quorum

- (1) The committee shall meet at intervals not greater than two (2) months at a place and time that the committee may determine.
- (2) Additional committee meetings may be convened by the president or by any committee member.
- (3) Oral or written notice of a committee meeting must be given by the secretary to each committee member at least 48 hours (or any other period that may be unanimously agreed on by the committee members) before the time appointed for the holding of the meeting.
- (4) Notice of a committee meeting given under clause 24(3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any five (5) committee members constitute a quorum for the transaction of the business of a committee meeting.
- (6) No business is to be transacted by the committee unless a quorum is present and if within 30 minutes of the time appointed for the committee meeting a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned committee meeting a quorum is not present within 30 minutes of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At committee meetings:
 - (a) The president or, in the president's absence, the vice-president is to preside.
 - (b) If both the president and the vice-president are absent or unwilling to act, one of the remaining committee members chosen by the members present at the meeting is to preside.
 - (c) Agenda items shall include (but are not limited to):
 - (i) President's report.
 - (ii) Treasurer's report.
 - (iii) Secretary's report.
 - (iv) Safety management system.
 - (v) Change management.
 - (vi) Safety policy and issues that affect rail operators.
 - (vii) Safety culture.

- (viii) Training.
- (ix) Observances from the last section car meet and issues to improve.
- (x) General business items.

25 Appointment of members as committee members to constitute a quorum

- (1) If at any time the number of committee members is less than the number required to constitute a quorum for a committee meeting, the existing committee members may appoint enough members as committee members to enable the quorum to be constituted.
- (2) A committee member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (3) This clause does not apply to the filling of a casual vacancy, to which clause 22 applies.

26 Use of technology at committee meetings

- (1) A committee meeting may be held at two (2) or more venues using any technology approved by the committee that gives each of the committee members a reasonable opportunity to participate.
- (2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

27 Delegation by committee to sub-committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members that the committee thinks fit) the exercise of any of the functions of the committee that are specified in the instrument, other than:
 - (a) This power of delegation.
 - (b) A function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function, the exercise of which has been delegated to a sub-committee under clause 27(1) may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee under the terms of the delegation.
- (3) A delegation under clause 27(1) may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances, that may be specified in the instrument of delegation.
- (4) Despite any delegation under clause 27(1), the committee may continue to exercise any function delegated.

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- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under clause 27(1) has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under clause 27(1).
- (7) A sub-committee may meet and adjourn as it thinks proper.

28 Voting and decisions

- (1) Questions arising at a committee meeting, or meeting of any sub-committee appointed by the committee, are to be determined by the majority of the votes of committee members or members of the sub-committee present at the meeting.
- (2) Subject to clause 38(2), each committee member or member of any sub-committee appointed by the committee (including the member presiding at the meeting) is entitled to one (1) vote but, in the event of an equality of votes on any question, the member presiding may exercise a second or casting vote.
- (3) Subject to clause 24(5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterward be discovered in the appointment or qualification of any committee member or member of a sub-committee.

Part 4 – General meetings

29 Annual general meetings – holding of

- (1) The society must hold its first annual general meeting within 18 months after its registration under the Act.
- (2) The society must hold its annual general meetings:
 - (a) Within six (6) months after the close of the society's financial year.
 - (b) Within any later time that may be allowed or prescribed under section 39 of the Act.

30 Annual general meetings – calling of and business at

- (1) The annual general meeting of the society is, subject to the Act and clause 30(2), to be convened on the date and at the place and time that the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to:
 - (a) Confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting.
 - (b) Receive from the committee reports on the activities of the society during the last preceding financial year.
 - (c) Elect office-bearers and ordinary committee members.
 - (d) Receive and consider any financial statement or report required to be submitted to members under the Act.
 - (e) Consider nominations for life membership.
- (3) An annual general meeting must be specified as that type of meeting in the notice convening it.

31 Special general meetings – calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting.
- (2) The committee must, on the requisition of at least five percent (5%) of the total number of members, convene a special general meeting.
- (3) A requisition of members for a special general meeting:
 - (a) Must be in writing.
 - (b) Must state the purpose or purposes of the meeting.
 - (c) Must be signed by the members making the requisition.
 - (d) Must be lodged with the secretary.
 - (e) May consist of several documents in a similar form, each signed by one or more of the members making the requisition.

- (4) If the committee fails to convene a special general meeting to be held within one (1) month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than three (3) months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause 31(4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
- (6) For the purposes of clause 31(3):
 - (a) Requisition may be in electronic form.
 - (b) Signature may be transmitted, and a requisition may be lodged, by electronic means.

32 Notice

- (1) The secretary must, at least 14 days before the date fixed for the holding of the general meeting, give notice to each member specifying the place, date, time of the meeting, and the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, give notice to each member specifying, in addition to the matter required under clause 32(1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 30(2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

33 Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Five (5) members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within 30 minutes after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) If convened on the requisition of members – is to be dissolved.
 - (b) In any other case – is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the member presiding at the meeting or communicated

by written notice to members given before the day to which the meeting is adjourned) at the same place.

- (4) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the commencement of the meeting, the members present, being at least five (5), are to constitute a quorum.

34 Presiding member

- (1) The president, or in the president's absence, the vice-president is to preside as chairperson at each general meeting of the society.
- (2) If both the president and the vice-president are absent or unwilling to act, the members present must elect another member to preside as chairperson at the meeting.

35 Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member stating the place, date, time of the meeting, and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clause 35(1) and clause 35(2), notice of an adjournment of a general meeting or the business to be transacted at an adjourned meeting is not required to be given.

36 Making of decisions

- (1) A question arising at a general meeting is to be determined by:
 - (a) A show of hands.
 - (b) If on the motion of the chairperson or if five (5) or more members present at the meeting decide that the question should be determined by a written ballot – a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously, or carried by a particular majority or lost, or an entry to that effect in the minute book, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) Clause 36(2) applies to a method determined by the committee under clause 36(1)(a) in the same way as it applies to a show of hands.
- (4) If the question is to be determined by a written ballot, the ballot is to be conducted under the direction of the chairperson.

37 Special resolutions

- (1) A special resolution may only be passed by the society in accordance with Part 3 clause 24(1) of the Act.

38 Voting

- (1) On any question arising at a general meeting, a member has one (1) vote only.
- (2) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (3) A member is not entitled to vote at any general meeting if they:
 - (a) Hold financial family membership.
 - (b) Are under 18 years of age.

39 Proxy votes not permitted

- (1) Proxy voting must not be undertaken at or in respect of a general meeting, special general meeting, or annual general meeting.

40 Postal or electronic ballots

- (1) The society may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal (other than an appeal under clause 16).

41 Use of technology at general meetings

- (1) A general meeting may be held at two (2) or more venues using any technology approved by the committee that gives each member a reasonable opportunity to participate.
- (2) A member who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 5 – Financial Management

42 Financial year

- (1) The financial year of the society is:
 - (a) The period commencing on the date of incorporation of the society and ending on the following 30 June.
 - (b) Each period of 12 months after the expiration of the previous financial year of the society, commencing on 1 July and ending on the following 30 June.

43 Funds and accounts

- (1) The society must open an account with a financial institution from which all expenditure of the society is made and into which all the society's revenue is deposited.
- (2) Subject to any restrictions imposed by the society at a general meeting, the committee may approve expenditure on behalf of the society within the limits of the budget.
- (3) All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments must be signed by two (2) authorised committee members.
- (4) All funds of the society must be deposited into the financial account of the society no later than five (5) working days after receipt or as soon as practicable after that day.

44 Accounts and audits

- (1) The responsibility of the committee under clause 17 for ensuring compliance with the Act includes meeting the requirements of Part 4 clause 39(c) of the Act and regulations made for that Part relating to:
 - (a) The keeping of accounting records.
 - (b) The preparation and presentation of the society's annual statement of accounts.
 - (c) The auditing of the society's accounts.

Part 6 – Miscellaneous

45 Insurance

- (1) The society must affect and maintain insurance.

46 Funds – source

- (1) The funds of the society are to be derived from application fees, annual membership subscriptions of members, section car meet fees, donations, and subject to any resolution passed in a general meeting, any other sources that the committee determines.
- (2) All money received by the society must be deposited as soon as practicable and without deduction to the credit of the society's bank or another authorised deposit-taking institution account.
- (3) The society must, as soon as practicable after receiving any money, issue an appropriate receipt.

47 Funds – management

- (1) Subject to any resolution passed in a general meeting, the funds of the society are to be used solely in pursuance of the objects of the society in a manner that the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments must be signed by two (2) authorised committee members.
- (3) Meet coordinators, in the execution of their duties, may access and use funds from the society's bank account if required for emergency purposes during an authorised section car meet:
 - (a) This shall only occur to avoid disruption or delay to a service or event, or where the situation would place members in immediate danger or place the society in potential financial loss.
 - (b) Receipts for funds used and a written report of the events regarding the use of said funds shall be tabled at the following committee meeting for approval.
 - (c) In this case only, the requirements of clause 47(2) are exempt.

48 Society is non-profit

- (1) Subject to Part 3 clause 18(6) of the Act, the society must apply its funds and assets solely in pursuance of the objects of the society and must not conduct its affairs in a way that would provide a pecuniary gain for any of its members.

49 Distribution of property on winding-up of society

- (1) Subject to Part 5 clause 41 of the Act, in the winding-up of the society, any surplus property of the society is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In clause 49(1), a reference to the surplus property of the society is a reference to that property of the society remaining after satisfaction of the debts and liabilities of the society and the costs, charges, and expenses of the winding-up of the society.

50 Change of name, objects, and constitution

- (1) An application for registration of a change in the society's name, objects, or constitution is to be made by the public officer or a committee member.

51 Custody of books, etc.

- (1) Except as otherwise provided by this constitution, all records, books, and other documents relating to the society must be kept:
 - (a) At the main premises of the society, in the custody of the public officer or a member of the committee (as the committee determines).
 - (b) If the society has no premises – at the society's official address, in the custody of the public officer.

52 Inspection of books, etc.

- (1) The following documents must be open to inspection, free of charge, by a member at any reasonable hour:
 - (a) Records, books, and other financial documents of the society.
 - (b) This constitution.
 - (c) Minutes of all committee meetings and general meetings of the society.
- (2) A member may obtain a copy of any of the documents referred to in clause 52(1) on payment of a fee of not more than \$1 for each page copied.
- (3) Despite clause 52(1) and clause 52(2), the committee may refuse to permit a member to inspect or obtain a copy of records of the society that relate to confidential, personal, employment, commercial, or legal matters, or where to do so may be prejudicial to the objects of the society.

53 Service of notices

- (1) A notice may be served on or given to a member:
 - (a) By delivering it to the member personally.
 - (b) By sending it by pre-paid post to the address of the member.

- (c) By sending it by facsimile transmission, or some other form of electronic transmission, to an address specified by the member for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
- (a) In the case of a notice given or served personally – on the date on which it is received by the addressee.
 - (b) In the case of a notice sent by pre-paid post – on the date when it would have been delivered in the ordinary course of post.
 - (c) In the case of a notice sent by facsimile transmission or some other form of electronic transmission – on the date it was sent or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.