**Launceston V.F.C. Services Inc.**

**Registration 1023**

**Rules of the Association**

***Document Number 600282411***

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## 1 Name

The name of the Association is Launceston V.F.C. Services Inc.

## 2 Interpretation

2.1 In these Rules, the following definitions apply:

‘Act’ means the Associations Incorporation Act 1964 and its amendments.

‘Annual General Meeting’ means an Annual General Meeting of Members convened in accordance with Rules 11, 13 and 14.

‘Association’ means the Launceston V.F.C. Services Inc.

‘Auditor’ means the person appointed as auditor of the Association under Rule 10.

‘Board’ means the Board of Management of the Association.

‘Board Meeting’ means a meeting of the Board of Management.

‘Casual Vacancy’ means a vacancy under Rule 23.3 of a duly elected Board Member.

‘Executive’ means the President, Vice President(s), Treasurer, and Secretary.

‘Special General Meeting’ means a general meeting of Members convened in accordance with Rules 12, 13 and 14 of these Rules.

‘Manager’ means the role of the appointed Manager.

‘Member’ means a full financial Member of the Association, with voting rights approved in accordance with Rule 5.

‘Membership Officer’ means the person designated by the Association to manage memberships in accordance with Rule 5.

‘Ordinary Board Member’ means a Member of the Board of Management to whom Rule 23.1 (b) of these Rules relates.

‘Public Officer’ means the person who is, under Section 14 of the Act, the public officer of the Association.

‘Special Resolution’ has the same meaning as in the Act.

2.2 In these Rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including reference to electronic communication, printing, lithography, photography, and other modes of representing or reproducing words in a visible form.

2.3 Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Associations Incorporation Act 1964 and the Acts Interpretation Act 1931 as in force on the date on which the Rules are adopted by the Association.

## 3 Association’s Office

The Office of the Association shall be at a place determined by the Board of Management.

## 4 Objects and Purpose of the Association

4.1 The purpose of Launceston V.F.C. Services Inc. is to provide volunteer support services for people with a disability, the frail aged and their carers which will enable this cohort to remain independent in their own homes for as long as possible.

## 5 Membership

5.1 A person who is nominated and approved for Membership as provided in these Rules is eligible to be a Member of the Association on payment of the annual subscription prescribed in, or fixed under, these Rules.

5.2 A Life Member is a person who is deemed to have rendered meritorious service to or on behalf of the Association and who, upon the recommendation of the Board of Management, has been elected a Life Member at an Annual General Meeting by two-thirds majority of Members present and voting at such a meeting. Life Membership will carry with it full Membership and rights of the Association without the payment of an annual subscription.

5.3 A nomination of a person for Membership of the Association shall be:

a) made in writing;

b) accompanied by the written consent of the person nominated (which may be endorsed on the form of nomination); and

c) lodged with the Membership Officer of the Association.

5.4 As soon as practicable after the receipt of a nomination, the Membership Officer will refer the nomination to the Board of Management.

5.5 Upon a nomination being approved by the Board of Management, the Membership Officer shall, with as little delay as possible:

a) notify the nominee that he/she has been approved for Membership of the Association; and

b) upon receipt of the sum payable by or on behalf of the nominee as his/her first year's subscription, shall enter the nominee's name in a register of Members to be kept by the Membership Officer, whereupon the nominee becomes a Member of the Association.

5.6 A Member of the Association may resign at any time from the Association by delivering or sending by post or electronic means to the Membership Officer a written notice of resignation.

5.7 Upon receipt of a notice under sub-Rule 5.6 of this Rule, the Membership Officer shall remove the name of the Member by whom the notice was given from the register of Members, whereupon that Member ceases to be a Member of the Association.

5.8 A right, privilege or obligation of a person by virtue of his/her Membership of the Association:

a) is not capable of being transferred or transmitted to another person; and

b) terminates upon the cessation of his/her Membership, whether by death, resignation or otherwise.

5.9 In the event of the Association being wound up:

a) every Member of the Association; and

b) every person who, within the period of twelve months immediately preceding the commencement of the winding up was a Member of the Association,

is liable to contribute to the assets of the Association for payment of the debts or liabilities of the Association and for costs, charges and expenses of the winding up and for the adjustments of the rights of the contributories among themselves a sum, not exceeding the annual year’s subscription, in respect of any debt or liability of the Association contracted after he/she ceased to be a Member.

## 6 Income and Property

6.1 The income and property of the Association, however derived, shall be applied solely towards the promotion of the objects and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any Member of the Association.

6.2 The Association shall not:

a) appoint a person who is a Member of the Board of Management to any office in the gift of the Association 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).

6.3 Nothing in the foregoing provisions of this Rule prevents the payment in good faith to a servant or Member of the Association of:

a) remuneration in return for services actually rendered to the Association by the servant or Member or for goods supplied to the Association by the servant or Member in the ordinary course of business;

b) interest at a rate not exceeding five per cent on moneys lent to the Association by the servant or Member; or

c) a reasonable and proper sum by way of rent for premises let to the Association by the servant or Member.

## 7 Accounts and Expenditure

7.1 The Board has management and control of the funds and other property of the Association

7.2 The Association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Association in such a form and manner as the Board of Management may direct.

7.3 The accounts, books and records referred to in sub-Rules (2) of this Rule shall be kept at the Association's Office or at such other place as the Board of Management may decide.

## 8 Banking and Finance

8.1 The Association shall be responsible, on behalf of the Board of Management, for the control and receipt of all moneys paid, including by electronic means, to the Association.

8.2 The Board of Management shall cause to be opened, with such bank as the Board of Management selects, a banking account in the name of the Association into which all moneys received shall be paid by the Association as soon as possible after receipt thereof.

## 9 Audited Accounts and Records

9.1 The Annual General Meeting shall appoint an Auditor, not being a Member of the Association, who shall audit the accounts and records of the Association at least annually or more often as directed by the Board. The Treasurer shall present to the Annual General Meeting an audited report as to the financial position of the Association.

9.2 The Board shall ensure that the Auditor or Auditors at all reasonable times have full access to the Association’s books and accounts and afford the Auditor(s) every facility for the purpose of making a correct audit of the Association’s financial affairs.

9.3 Upon reasonable notice to the Secretary, any financial Member of the Association may inspect these Rules and financial records of the Association, excluding those of a confidential and personal nature which relate to staff, volunteers and clients of the Association.

9.4 Auditor(s) may be removed from office bythe Board of Management.

9.5 If a casual vacancy occurs in the office of Auditor during the course of a financial year of the Association, the Board of Management may appoint a suitably qualified person as the Auditor and the person so appointed shall hold office until the next Annual General Meeting.

## 10 Audits

10.1 The Auditor is to audit the financial affairs of the Association at least once in each financial year of the Association

10.2 The Auditor shall certify as to the correctness of the accounts of the Association, and shall provide a written report thereon to the Members present at the next Annual General Meeting.

10.3 In the report, and in certifying the accounts, the Auditor is to:

a) state that he/she has obtained the information required by him/her;

b) state that, in his/her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association according to the information at his/her disposal and the explanations given to him/her and as shown by the books of the Association; and

c) state that the Rules relating to the administration of the funds of the Association have been observed.

10.4 The Public Officer or Treasurer of the Association is to deliver to the Auditor a list of all the accounts, books, and records of the Association.

## 11 Annual General Meetings

11.1 The Association is to hold an Annual General Meeting each year.

11.2 The Annual General Meeting shall be held on such day (being not later than three months after the close of the financial year of the Association) and at such place as the Board of Management may determine, including via electronic means

11.3 The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.

11.4 The purpose of the Annual General Meeting shall be specified in the notice convening it.

11.5 The ordinary business of the Annual General Meeting shall be to:

a) confirm the minutes of the preceding Annual General Meeting and of any Special General Meeting held since that meeting;

b) receive from the Board of Management, Auditor, and Manager of the Association reports upon the transactions of the Association during the preceding financial year of the Association;

c) elect the Officers of the Association and Ordinary Board Members;

d) appoint the Auditor; and

e) determine the annual subscription payable by Members for the following financial year.

11.6 The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.

11.7 The Public Officer must record minutes of the Annual General Meeting in the minute book.

117 All general meetings other than the Annual General Meeting shall be called Special General Meetings.

## 12 Special General Meetings

12.1 The Board of Management may, whenever it thinks fit, convene a Special General Meeting of the Association.

12.2 The Board of Management shall, on the requisition in writing of not less than five Members, convene a Special General Meeting of the Association.

12.3 A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the requisitionists and deposited at the Office of the Association and may consist of several documents in the like form, each signed by one or more of the requisitionists.

12.4 If the Board of Management does not cause a Special General Meeting to be held within twenty-one days from the date on which a requisition therefor is deposited at the Office of the Association, the requisitionists, or any of them, may convene the meeting; but any meeting so convened shall not be held after three months from the date of the deposit of the requisition.

12.5 A Special General Meeting convened by requisitionists in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Board of Management, and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring them.

## 13 Business and Quorum at General Meetings

13.1 All business that is transacted at Special General Meetings, and all business that is transacted at the Annual General Meeting, with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.

13.2 No item of business shall be transacted at a General Meeting unless a quorum of Members entitled under these Rules to vote is present during the time when the meeting is considering that item.

13.3 Four Members present (being Members entitled under these Rules to vote thereat) constitute a quorum for the transaction of the business of a General Meeting.

13.4 If within one hour after the appointed time for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of Members, shall be dissolved; and in any other case it shall stand adjourned to the same day in the next week, at the same time and (unless another place is specified by the Chairperson at the time of 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.

## 14 Notice of General Meetings

14.1 The Public Officer of the Association shall, at least fourteen days before the date fixed for holding an Annual General Meeting or a Special General Meeting of the Association, publish a notice specifying the place, day, and time for the holding of the meeting, including the means by which it will be held, and the nature of the business to be transacted.

14.2 A notice is published for the purposes of [sub](https://www.legislation.tas.gov.au/view/whole/html/inforce/current/sr-2017-072?query=((PrintType%3D%22act.reprint%22+AND+Amending%3C%3E%22pure%22+AND+PitValid%3D%40pointInTime(20180129000000))+OR+(PrintType%3D%22act.reprint%22+AND+Amending%3D%22pure%22+AND+PitValid%3D%40pointInTime(20180129000000))+OR+(PrintType%3D%22reprint%22+AND+Amending%3C%3E%22pure%22+AND+PitValid%3D%40pointInTime(20180129000000))+OR+(PrintType%3D%22reprint%22+AND+Amending%3D%22pure%22+AND+PitValid%3D%40pointInTime(20180129000000)))+AND+Title%3D(%22association%22+AND+%22model%22+AND+%22rules%22)&dQuery=Document+Types%3D%22%3Cspan+class%3D'dq-highlight'%3EActs%3C%2Fspan%3E%2C+%3Cspan+class%3D'dq-highlight'%3EAmending+Acts%3C%2Fspan%3E%2C+%3Cspan+class%3D'dq-highlight'%3ESRs%3C%2Fspan%3E%2C+%3Cspan+class%3D'dq-highlight'%3EAmending+SRs%3C%2Fspan%3E%22%2C+Search+In%3D%22%3Cspan+class%3D'dq-highlight'%3ETitle%3C%2Fspan%3E%22%2C+All+Words%3D%22%3Cspan+class%3D'dq-highlight'%3Emodel+rules%3C%2Fspan%3E%22%2C+Point+In+Time%3D%22%3Cspan+class%3D'dq-highlight'%3E29%2F01%2F2018%3C%2Fspan%3E%22#JS1@GC15@Gc1@EN)-Rule (1) if the notice –

(a) is contained in an advertisement appearing in at least one newspaper circulating in Tasmania; or

(b) appears on a website, or at an electronic address, of the Association; or

(c) is sent to each member of the Association at –

(i) the member's postal or residential address or address of business or employment; or

(ii) an email address that the member has nominated as the email address to which notices from the Association may be sent; or

(d) is given by another means, determined by the public officer, that is reasonably likely to ensure that the members of the Association will be notified of the notice.

## 15 Chairperson at General Meetings

15.1 The President, or in his/her absence, the Vice-President, shall preside as Chairperson at every General Meeting of the Association.

15.2 If the President and Vice-President are absent from a General Meeting, the Members present shall elect one of their number to preside as Chairperson thereat.

## 16 Adjournment of General Meetings

16.1 The Chairperson of a General Meeting at which a quorum is present may adjourn the meeting with the consent of the Members of the Association who are present and entitled to vote at the meeting, 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.

16.2 Where a meeting is adjourned for fourteen days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.

16.3 If a meeting is adjourned for less than fourteen days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

## 17 Determination of Questions Arising at General Meetings

17.1 A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the 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 Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against that resolution.

## 18 Votes

18.1 Upon any question arising at a General Meeting of the Association, a Member (including the Chairperson) has one vote only.

18.2 All votes shall be given personally.

18.3 Despite sub-Rule (1) of this Rule, in the case of an equality of voting on a question the Chairperson of the meeting is entitled to exercise a second or casting vote.

## 19 Taking of Poll

19.1 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.

## 20 When Poll to be Taken

20.1 A poll that is demanded on the election of a Chairperson, or on a question of adjournment, shall be taken immediately, 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.

## 21 Affairs of Association to be Managed by a Board of Management

21.1 The affairs of the Association shall be the responsibility of a Board of Management constituted as provided in Rule 23.

21.2 The Board of Management:

a) may appoint a Manager delegated to carry out the day-to-day management of the Association as specified in the Position Description for that position and as further authorised by the Board;

b) may, subject to these Rules, exercise all such powers and functions as may be exercised by the Association, other than those powers and functions that are required by these Rules to be exercised by Special General Meetings of Members of the Association; and

c) subject to the Act and these Rules, has power to perform all such acts and things as appear to the Board of Management to be essential for the proper management of the business and affairs of the Association.

d) shall have authority to interpret the meaning of these Rules and any other matter relating to the affairs of the Association.

## 22 Officers of the Association

22.1 The Officers of the Association shall be:

a) a President;

b) a Vice-President;

c) a Treasurer; and

d) a Secretary.

22.2 Positions of Secretary and Treasurer may be held conjointly.

22.3 The provisions of sub-Rules (2), (3) (4) and (5) of Rule 24, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the Offices mentioned in sub-Rule (1) of this Rule.

22.4 Each Officer of the Association shall hold Office until the next Annual General Meeting after the date of his/her election but is eligible for re-election.

22.5 In the event of a Casual Vacancy in any Office mentioned in sub-Rule (1) of this Rule, the Board of Management 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 next Annual General Meeting following the date of his/her appointment.

22.6 The Board of Management shall appoint a Public Officer who may be a Member of the Board of Management The Public Officer shall ensure all requirements under the Act are carried out.

## 23 Constitution of the Board of Management

23.1 The Board of Management shall consist of:

a) the Officers of the Association; and

b) other Ordinary Members bringing the total to a maximum of nine Board of Management Members,

all of whom shall be elected at the Annual General Meeting of the Association in each year.

23.2 Each Ordinary Board of Management Member shall, subject to these Rules, hold Office until the next Annual General Meeting after the date of his/her election, but is eligible for re-election.

23.3 In the event of a casual vacancy occurring in the Office of Ordinary Board Members, the Board of Management may appoint a Member of the Association to fill the vacancy, and the Member so appointed shall hold Office, subject to these Rules until the conclusion of the next Annual General Meeting following the date of his/her appointment.

## 24 Election of Members of Board of Management

24.1 Nominations of candidates for election as Officers of the Association or as Ordinary Board Members:

a) shall be made in writing signed by two Members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination; and

b) shall be delivered to the Public Officer of the Association (by post, in person or by electronic means) at least ten days before the date fixed for the holding of the Annual General Meeting.

24.2 If insufficient nominations are received to fill all vacancies on the Board of Management, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.

24.3 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

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

24.5 The ballot for the election of Officers and Ordinary Board Members shall be conducted at the Annual General Meeting in such usual and proper manner as the Board of Management may direct.

## 25 Vacation of Office

25.1 For the purposes of these Rules, the Office of an Officer of the Association or of an Ordinary Board Member becomes vacant if the Officer or Board Member:

a) dies;

b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his/her creditors, or makes any assignment of his/her estate for their benefit;

c) becomes of unsound mind;

d) resigns his/her Office by writing addressed to the Board of Management;

e) ceases to be resident in Tasmania;

f) fails, without leave granted by the Board of Management to attend three or more meetings of the Board of Management in one financial year;

g) ceases to be a Member of the Association; or

h) fails to pay all arrears of subscription due by him/her within fourteen days after he/she has received a notice in writing signed by the Public Officer stating that he/she has ceased to be a financial Member of the Association.

## 26 Meetings of the Board of Management and Subcommittees

26.1 The Board of Management shall meet as required but at least four times in every year, including by electronic means. Meetings of the Executive shall be held as often as required between Board meetings to provide support to Management and effective direction of the business of the Association.

26.2 Special meetings of the Board of Management may be convened by the President or any four of its Members.

26.3 Notice shall be given to Members of the Board of Management 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.

26.4 A quorum shall comprise 50% of the total Members of the Board of Management, rounded up to the nearest whole number, for the transaction of the business of a meeting of the Board of Management.

26.5 No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.

26.6 At meetings of the Board of Management:

a) the President, or in his/her absence the Vice-President; or

b) if the President and the Vice-President are absent, such one of the remaining Members of the Board of Management as may be chosen by the Members present, shall preside.

26.7 Questions arising at meetings of the Board of Management or of Subcommittees appointed by the Board of Management shall be determined on show of hands or, if demanded by a Member, by a poll taken in such manner as the person presiding at the meeting may determine.

26.8 Each Member present at a meeting of the Board of Management or of any Subcommittee appointed by the Board of Management (including the person presiding at the meeting) is entitled to one vote, and in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

## 27 Disclosure of Interest

27.1 A Member of the Board of Management who is interested in any contract or arrangement made or proposed to be made with the Association shall disclose his/her interest at the first meeting of the Board of Management at which the contract or arrangement is first taken into consideration, if his/her interest then exists, or in any other case at the first meeting of the Board of Management after the acquisition of his/her interest.

27.2 If a Member of the Board of Management becomes interested in a contract or arrangement after it is made or entered into he/she shall disclose his/her interest at the first meeting of the Board of Management after he/she becomes so interested.

27.3 No Member of the Board of Management shall vote as a Member of the Board of Management in respect of any contract or arrangement in which he/she is interested and if he/she does so vote his/her vote shall not be counted.

## 28 Subcommittees and Executive Committee

28.1 The Board of Management may at any time appoint a Subcommittee of the Board of Management and shall prescribe the powers and functions thereof.

28.2 The Board of Management may co-opt as members of a Subcommittee such persons as it thinks fit, whether or not those persons are Members of the Association, but a person so co-opted is not entitled to vote.

28.3 The President or Vice President, the Treasurer, and the Secretary constitute an Executive Committee which may issue instructions to the Public Officer and the Manager of the Association in matters of urgency connected with the management of the affairs of the Association during the intervals between meetings of the Board of Management and, where any such instructions are issued, shall report thereon to the next meeting of the Board of Management.

## 29 Annual Subscription

29.1 The annual subscription payable by Members shall be determined by Members at the Annual General Meeting.

29.2 The annual subscription of a Member is due and payable on or before the first day of the financial year of the Association.

## 30 Financial Year

30.1 The financial year of the Association is the period beginning on 1st July each year and ending on the 30th June in the next following calendar year.

## 31 Expulsion of Members

31.1 Subject to this Rule, the Board of Management may expel a Member from the Association if, in the opinion of the Board of Management the Member has been guilty of conduct detrimental to the interests of the Association.

31.2 The expulsion of a Member pursuant to sub-Rule (1) of this Rule does not take effect:

a) until the expiration of fourteen days after the service on the Member of a notice under sub-Rule (3) of this Rule, or

b) if the Member exercises his/her right of appeal under this Rule, until the conclusion of the Special General Meeting convened to hear the appeal,

whichever is the later date.

31.3 Where the Board of Management expels a Member from the Association, the Public Officer of the Association shall, without undue delay, cause to be served on the Member a notice in writing:

a) stating that the Board of Management has expelled the Member;

b) specifying the grounds for the expulsion; and

c) informing the Member that if he/she so desires he/she may, within fourteen days after the service of the notice on him/her, appeal against the expulsion as provided in this Rule.

31.4 A Member on whom a notice under sub-Rule (3) of this Rule is served may appeal against the expulsion to a Special General Meeting by delivering or sending by post or electronic means to the Public Officer of the Association, within fourteen days after the service of that notice, a requisition in writing demanding the convening of such a meeting for the purpose of hearing his/her appeal.

31.5 Upon receipt of a requisition under sub-Rule (4) of this Rule, the Public Officer shall forthwith notify the Board of Management of its receipt and the Board of Management shall thereupon cause a Special General Meeting of Members to be held within twenty‑one days after the date on which the requisition is received by the Public Officer.

31.6 At a Special General Meeting convened for the purpose of this Rule:

a) no business other than the question of the expulsion shall be transacted;

b) the Board of Management may place before the meeting details of the grounds of the expulsion and the Board of Management's reasons for the expulsion;

c) the expelled Member shall be given an opportunity to be heard; and

d) the Members present shall vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.

31.7 If at the Special General Meeting a majority of the Members present vote in favour of the lifting of the expulsion, the expulsion shall be deemed to have been lifted and the expelled Member is entitled to continue his/her Membership of the Association.

31.8 If at the Special General Meeting a majority of the Members present vote in favour of the confirmation of the expulsion, the expulsion takes effect, and the expelled Member ceases to be a Member of the Association.

## 32 Disputes

32.1 Subject to this Rule, a dispute between a Member of the Association, in his/her capacity as a Member, and the Association shall be determined by arbitration in accordance with the provisions of the Commercial Arbitration Act (TAS) 2011.

32.2 Nothing in this Rule affects the operation or effect of Rule 31.

## 33 Seal of the Association

33.1 The Seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "Seal".

33.2 The Seal of the Association shall not be affixed to any instrument except by the authority of the Board of Management, and the affixing thereof shall be attested by the signature either of two Members of the Board of Management or of one Member of the Board of Management and of the Public Officer of the Association or such other person as the Board of Management may appoint for that purpose, and that attestation is sufficient for all purposes that the Seal was affixed by authority of the Board of Management.

33.3 The Seal shall remain in the custody of the Public Officer or any other person nominated by the Board of Management.

## 34 Gifts

34.1 The Association will comply with Section 30.130 of the Income Tax Assessment Act 1997.

## 35 Winding up of Association

35.1 A Special General Meeting is to be called under Rule 12.

35.2 On dissolution of the Association, any property whatsoever remaining after payment of all debts and legal liabilities shall be transferred to another incorporated organisation for charitable purposes, and which is exempt from income tax under Section 23 of the Income Tax Assessment Act, PROVIDED ALWAYS THAT the Association shall not be dissolved except by the approval of not less than two thirds of the Members of the Association at a meeting called for that purpose of which not less than twenty-eight (28) days notice, including notice of the proposed dissolution, has been given to all Members, and that a copy of the resolution to dissolve the Association is lodged with the Commissioner for Corporate Affairs within fourteen (14) days after the passing of the resolution.

**LAUNCESTON V.F.C. SERVICES INC. – Reg 01023C**

Rules of the Association as amended by Special Resolution 20th September 2022.

Registered Consumer Affairs & Fair Trading Registration Services 7th July 2017 Document Number: 600282411

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| Public Officer / President |  | Date |
|  |  |  |
| Treasurer |  | Date |