



ESTABLISHED 1963

#### CONSTITUTION OF THE INCORPORATED BODY

Ballarat Lyric Theatre, Inc was formed in 1963. Its goals then and now are the same and may be stated as the following:

“Ballarat Lyric Theatre is an amateur theatre company whose purpose is to produce musical theatre productions in the Ballarat region with the intent of nurturing, developing and promoting local amateur talent, as well as cultivating a healthy working environment and an appreciation and enjoyment in all aspects of theatre art.”

## **Associations Incorporation Reform Regulations 2012**

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### **Rules for an Incorporated Association**

The persons who from time to time are Members of the Association are an incorporated association by the name given in rule 1 of these rules.

Under section 46 of the **Associations Incorporation Reform Act 2012**, these rules are taken to constitute the terms of a contract between the Association and its Members.

#### **PART 1—PRELIMINARY**

##### **1 Name**

The name of the incorporated association is Ballarat Lyric Theatre, Inc A0000208D Registration Number, ABN 14 294 542 672.

**Note:** Under section 23 of the Act, the name of the association and its registration number must appear on all its business documents.

## **2 Purposes**

Ballarat Lyric Theatre, Inc is an amateur theatre company whose purpose is to produce musical theatre productions in the Ballarat region with the intent of nurturing, developing and promoting local amateur talent, as well as cultivating a healthy working environment and an appreciation and enjoyment in all aspects of theatre art.

## **3 Financial year**

The financial year of the Association is each period of 12 months ending on 30 June each year.

## **4 Definitions**

In these rules—

***absolute majority***, of the Committee, means a majority of the Committee Members currently holding office and entitled to vote at the time (as distinct from a majority of Committee Members present at a Committee Meeting);

***the association*** means the incorporated association, being Ballarat Lyric Theatre, Inc, also known as the Company;

***chair***, of a General meeting or Committee Meeting, means the person chairing the meeting as required under rule 45;

***committee*** means the Committee having management of the business of the Association;

***committee meeting*** means a meeting of the Committee held in accordance with these rules, and are usually less formal than General Meetings and the notice requirements to attend are also less formal. However, it is important to comply with the rules of your association and to take and store accurate minutes from Committee Meetings;

***committee member*** means a Member of the Committee elected or appointed under Division 3 of Part 5;

***company*** means the Association;

***disciplinary appeal meeting*** means a meeting of the Subcommittee convened for the purposes of rule 21;

***disciplinary subcommittee*** means the Subcommittee appointed under rule 20(1)(c);

***financial year*** means the 12 month period specified in rule 3;

***general meeting*** means a General Meeting of the Members of the Association convened in accordance with Part 4 and includes an Annual General Meeting, a Disciplinary Appeal Meeting, and a Special General Meeting [Special Meeting](SGM/SMs). Disciplinary and Special Meetings are often called to deal with

business that cannot wait until the organisation's Annual General Meeting. A range of matters may be considered, including those that must be decided by a special resolution.) and;

***honorary life member*** means a Member of the Company who has been awarded a title bestowed in recognition of their merits to the Company. Typically the relevant criteria for a nominee for Honorary Life Membership of the Company is someone who has demonstrated an exceptional contribution to or for the benefit of the Company. An Honorary Life Member becomes a permanent Member of the Company, pays no membership fees and may vote in all elections;

***life member*** means a Member of the Company who pays a one-time fee to become a permanent Member of the Company. A Life Member may vote in all elections;

***member*** means a Member of the Association referred to in rule 8;

***member entitled to vote*** means a Member who under rule 13(2) is entitled to vote at a General Meeting;

***executives*** means Committee members elected to positions within the Committee to assist with running the Association.

***resolution [ordinary]*** means the items of business transacted at a General Meeting, which are presented as motions. The motion refers to a proposal put forward, for discussion and adoption at the meeting. If the motion is approved by a simple majority, by the members present at the meeting, it is called as a resolution.

***special resolution*** means a resolution concerning matters which require alteration in the provisions of the memorandum of association, alteration of articles of association, shifting of registered office of the company, change in the association's name or rules, amalgamate with another company, voluntarily wind-up and so on (matters not deemed normal to the operation of the association). A special resolution requires not less than three-quarters of the Members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

***subcommittee*** means a sub-group(s) of the Committee, which meets independently of the Committee to conduct business, within the rules of the Association, particular to their interest and reports back to the Committee;

***the Act*** means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;

***the Registrar*** means the Registrar of Incorporated Associations.

## **PART 2—POWERS OF ASSOCIATION**

### **5 Powers of Association**

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting sub-rule (1), the Association may—
  - (a) acquire, hold and dispose of real or personal property;
  - (b) open and operate accounts with financial institutions;
  - (c) invest its money in any security in which trust monies may lawfully be invested;
  - (d) raise and borrow money on any terms and in any manner as it thinks fit;
  - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
  - (f) appoint agents to transact business on its behalf;
  - (g) enter into any other contract it considers necessary or desirable.
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.
- (4) The Committee may make By-laws regulating the management of the Association's activities provided that such by-laws are not inconsistent with these rules.

### **6 Not for profit organisation**

- (1) The Association must not distribute any surplus, income or assets directly or indirectly to its Members.
- (2) Sub-rule (1) does not prevent the Association from paying a Member—
  - (a) reimbursement for expenses properly incurred by the Member; or
  - (b) for goods or services provided by the Member—if this is done in good faith on terms no more favourable than if the Member was not a Member.

**Note:** Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its Members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its Members.

### **PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES**

#### **Division 1—Membership**

#### **7 Minimum number of members**

The Association must have at least 15 Members.

#### **8 Membership of the Association**

(1) Any person who supports the purpose of the Association is eligible for membership; and

(2) The Association has different categories of membership as follow:

- (a) Adult membership;
- (b) Junior membership, being a person under the age of 18;
- (c) Concession Card Holder membership;
- (d) Corporate membership;
- (e) Honorary Life membership;
- (f) Life membership;

(3) Each membership category is assigned different membership rights (refer rule 13).

#### **9 Application for membership**

(1) To apply to become a Member of the Association, a person must submit a written application either online, via email, via mail or to a Committee Member stating that the person—

- (a) wishes to become a Member of the Association; and
- (b) supports the purposes of the Association; and
- (c) agrees to comply with these rules.

(2) Applications for membership -

- (a) must be signed by the applicant; and

(b) may be made via the form provided by the Secretary; and

(c) must be accompanied by the membership fee, unless alternative arrangements have been approved by the Treasurer. *Note: the membership fee is the fee determined by the Association under rule 12.*

(3) Annual membership shall align with the financial year and expire annually on June 30.

(4) Renewal of membership does not require re-submission of application, merely payment of membership fees.

## **10 Consideration of application**

(1) As soon as practicable after an application for membership is received, the Committee must decide by resolution whether to accept or reject the application.

(2) If the Committee rejects the application, it must return any money accompanying the application to the applicant. No reason need be given for the rejection of an application.

## **11 New membership**

(1) If an application for membership is approved by the Committee—

(a) the resolution to accept the membership must be recorded in the minutes of the Committee Meeting; and

(b) the Secretary must, as soon as practicable, enter the name and address of the new Member, and the date of becoming a Member, in the register of Members.

(2) A person becomes a Member of the Association and, subject to rule 13(2), is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—

(a) the Committee approves the person's membership; or

(b) the person pays the membership fee.

## **12 Annual membership subscription and fee on being admitted as Member as per rule 8. (Honorary Members are deemed financial Members.)**

(1) At each Annual General Meeting, the Association must determine the amount of the annual subscription for the annual membership period, which shall align with the financial year.

(2) The Association may determine different annual membership subscription fees that are payable by different categories of Members, as per rule 8.

(3) The rights of a Member (including the right to vote) who has not paid the annual membership subscription by the due date are suspended until the subscription is paid.

(4) All existing memberships to be extended, at no further cost to Members, through until the end of the new calendar year Membership period, ie. December 31 each year.

### **13 General rights of Members**

(1) A Member of the Association who is entitled to vote has the right—

(a) to receive notice of General Meetings and of proposed Special Resolutions [with the exception of Disciplinary Appeal Meetings] in the manner and time prescribed by these rules; and

(b) to submit items of business for consideration at a General Meeting; and

(c) to attend, be heard and to vote at a General Meeting;

(d) to have access to the minutes of General Meetings and other documents of the Association as provided under rule 74; and

(e) to inspect the register of Members.

(2) A Member is entitled to vote—

(a) unless they are a junior Member; and

(b) if they are a financial Member; and

(c) if more than 10 business days have passed since he or she became a Member of the Association; and

(d) if the Member's membership rights are not suspended for any reason.

### **14 Rights not transferable**

The rights of a Member are not transferable and end when membership ceases.

### **15 Ceasing membership**

(1) The membership of a person ceases on resignation, expulsion or death.

(2) If a person ceases to be a Member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a Member in the register of members.

## **16 Resigning as a Member**

(1) A Member may resign by notice in writing (or according to rule 73) given to the Association.

(2) A Member is taken to have resigned if the Member's annual membership subscription is more than three months in arrears unless prior arrangements have been approved by the Treasurer.

## **17 Register of Members**

(1) The Secretary must keep and maintain a register of Members that includes—

(a) for each current Member—

(i) the Member's name;

(ii) the address for notice last given by the Member;

(iii) the date of becoming a Member;

(iv) any other information determined by the Committee; and

(b) for each former Member, the date of ceasing to be a Member.

(2) Any Member may, at a reasonable time and free of charge, inspect the register of Members, as provided under rule 74.

**Note:** Under section 59 of the Act, access to the personal information of a person recorded in the register of Members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

### **Division 2—Disciplinary action**

## **18 Grounds for taking disciplinary action**

(1) The Association may take disciplinary action against a Member in accordance with this Division if it is determined that the Member—

(a) has failed to comply with these rules; or

(b) refuses to support the purposes of the Association; or

(c) has engaged in conduct prejudicial to the Association; or

(d) has brought the Company into disrepute.

## **19 Disciplinary Subcommittee**

(1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a Member, the Committee must appoint a Disciplinary Subcommittee to hear the matter and determine what action, if any, to take against the Member.

(2) The Members of the Disciplinary Subcommittee—

(a) may be Committee Members, Members of the Association or anyone else; but

(b) must not be deemed to have a conflict of interest.

## **20 Notice to Member**

(1) Before disciplinary action is taken against a Member, the Secretary must give written notice to the Member—

(a) stating that the Association proposes to take disciplinary action against the Member; and

(b) stating the grounds for the proposed disciplinary action; and

(c) specifying the date, place and time of the meeting at which the Disciplinary Subcommittee intends to consider the disciplinary action (the Disciplinary Appeal Meeting); and

(d) advising the Member that he or she may do one or both of the following—

(i) attend the Disciplinary Appeal Meeting and address the Disciplinary Subcommittee at that meeting;

(ii) give a written statement to the Disciplinary Subcommittee at any time before the Disciplinary Appeal Meeting; and

(e) setting out the Member's appeal rights under rule 22.

(2) The notice must be given no earlier than 28 days, and no later than 14 days, before the Disciplinary Appeal Meeting is held.

## **21 Decision of Disciplinary Subcommittee**

(1) At the Disciplinary Appeal Meeting, the Disciplinary Subcommittee must—

(a) give the Member an opportunity to be heard; and

- (b) consider any written statement submitted by the Member.
- (2) After complying with sub-rule (1), the Disciplinary Subcommittee may—
- (a) take no further action against the Member; or
  - (b) subject to sub-rule (3)—
    - (i) reprimand the Member; or
    - (ii) suspend the membership rights of the Member for a specified period; or
    - (iii) expel the Member from the Association.
- (3) The Disciplinary Subcommittee may not fine the Member.
- (4) The suspension of membership rights or the expulsion of a Member by the Disciplinary Subcommittee under this rule takes effect immediately after the vote is passed.

## **22 Appeal rights**

- (1) A person whose membership rights have been suspended or who has been expelled from the Association under rule 21 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing (or according to rule 73) and given—
- (a) to the Disciplinary Subcommittee immediately after the vote to suspend or expel the person is taken; or
  - (b) to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under sub-rule (2), a Disciplinary Appeal Meeting must be convened by the Disciplinary Subcommittee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (4) Notice of the Disciplinary Appeal Meeting must be given to each Member of the Disciplinary Subcommittee who is entitled to vote as soon as practicable and must—
- (a) specify the date, time and place of the meeting; and
  - (b) state—
    - (i) the name of the person against whom the disciplinary action has been taken; and

(ii) the grounds for taking that action; and

(iii) that at the Disciplinary Appeal Meeting the Members of the Disciplinary Subcommittee must vote on whether the decision to suspend or expel the person should be upheld or revoked.

### **23 Conduct of Disciplinary Appeal Meeting**

(1) At a Disciplinary Appeal Meeting—

(a) no business other than the question of the appeal may be conducted; and

(b) the Disciplinary Subcommittee must state the grounds for suspending or expelling the Member and the reasons for taking that action; and

(c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.

(2) After complying with sub-rule (1), the Members of the Disciplinary Subcommittee present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.

(3) A Member of the Disciplinary Subcommittee may not vote by proxy at the meeting.

(4) The decision is upheld if not less than three quarters of the Members of the Disciplinary Subcommittee voting at the meeting vote in favour of the decision.

(5) The decision of the Disciplinary Subcommittee will then be announced to the Member and conveyed to the Committee at the earliest convenience.

### **Division 3—Grievance procedure**

### **24 Application**

(1) The grievance procedure set out in this Division applies to disputes under these rules between—

(a) a Member and another Member;

(b) a Member and the Committee;

(c) a Member and the Association.

(2) A Member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

## **25 Parties must attempt to resolve the dispute**

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

## **26 Appointment of mediator**

(1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 25, the parties must within 10 days—

- (a) notify the Committee of the dispute; and
- (b) agree to or request the appointment of a mediator; and
- (c) attempt in good faith to settle the dispute by mediation.

(2) The mediator must be—

- (a) a person chosen by agreement between the parties; or
- (b) in the absence of agreement—
  - (i) if the dispute is between a Member and another Member—a person appointed by the Committee; or
  - (ii) if the dispute is between a Member and the Committee or the Association—a person appointed or employed by the Dispute Settlement Centre of Victoria.

(3) A mediator appointed by the Committee may be a Member or former Member of the Association but in any case must not be a person who—

- (a) has a personal interest in the dispute; or
- (b) is biased in favour of or against any party; or
- (c) and is not deemed to have a conflict of interest.

## **27 Mediation process**

(1) The mediator to the dispute, in conducting the mediation, must—

- (a) give each party every opportunity to be heard; and

(b) allow due consideration by all parties of any written statement submitted by any party; and

(c) ensure that natural justice is accorded to the parties throughout the mediation process.

(2) The mediator must not determine the dispute.

## **28 Failure to resolve dispute by mediation**

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **PART 4—GENERAL MEETINGS OF THE ASSOCIATION**

### **29 Annual General Meetings**

(1) The Committee must convene an Annual General Meeting of the Association to be held within five months after the end of each financial year.

(2) Despite sub-rule (1), the Association may hold its first Annual General Meeting at any time within 18 months after its incorporation.

(3) The Committee may determine the date, time and place of the Annual General Meeting.

(4) The ordinary business of the Annual General Meeting is as follows—

(a) to confirm the minutes of the previous Annual General Meeting and of any Special General Meeting [with the exception of Disciplinary Appeal Meetings, in accordance with rule 23] held since then;

(b) to receive and consider—

(i) the annual report of the Committee on the activities of the Association during the preceding financial year; and

(ii) the financial statements of the Association for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;

(c) to elect the Members of the Committee;

(d) to confirm or vary the amounts (if any) of the annual subscription and joining fee.

(5) The Annual General Meeting may also conduct any other business of which notice has been given in accordance with these rules.

### **30 Special General Meetings**

(1) Any General Meeting of the Association, other than an Annual General Meeting or a Disciplinary Appeal Meeting, is a Special General Meeting.

(2) The Committee may convene a Special General Meeting whenever it thinks fit.

(3) No business other than that set out in the notice under rule 32 may be conducted at the meeting.

**Note:** General business may be considered at the meeting if it is included as an item for consideration in the notice under rule 32 and the majority of Members at the meeting agree.

### **31 Special General Meeting held at request of Members**

(1) The Committee must convene a Special General Meeting if a request to do so is made in accordance with sub-rule (2) by at least 10% of the total number of Members.

(2) A request for a Special General Meeting must—

(a) be in writing (or according to rule 73); and

(b) state the business to be considered at the meeting and any resolutions to be proposed; and

(c) include the names and signatures of the Members requesting the meeting; and

(d) be given to the Secretary.

(3) If the Committee does not convene a Special General Meeting within one month after the date on which the request is made, the Members making the request (or any of them) may convene the Special General Meeting.

(4) A Special General Meeting convened by Members under sub-rule (3)—

(a) must be held within three months after the date on which the original request was made; and

(b) may only consider the business stated in that request.

### **32 Notice of General Meetings**

(1) The Secretary [or, in the case of a Special General Meeting convened under rule 31(3), the Members convening the meeting] must give to each Member of the Association—

(a) at least 21 days' notice of a General Meeting if a special resolution is to be proposed at the meeting; or

(b) at least 14 days' notice of a General Meeting in any other case.

(2) The notice must—

(a) specify the date, time and place of the meeting; and

(b) indicate the general nature of each item of business to be considered at the meeting; and

(c) if a Special Resolution is to be proposed—

(i) state in full the proposed resolution; and

(ii) state the intention to propose the resolution as a Special Resolution; and

(d) comply with rule 33(5).

(3) This rule does not apply to a Disciplinary Appeal Meeting.

**Note:** Rule 22(4) sets out the requirements for notice of a Disciplinary Appeal Meeting.

### **33 Proxies**

(1) A Member may appoint another Member as his or her proxy to vote and speak on his or her behalf at a General Meeting other than at a Disciplinary Appeal Meeting.

(2) The appointment of a proxy must be in writing (or according to rule 73) and signed by the Member making the appointment.

(3) The Member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the Member in any matter as he or she sees fit.

(4) If the Committee has approved a form for the appointment of a proxy, the Member may use any other form that clearly identifies the person appointed as the Member's proxy and that has been signed by the Member.

(5) Notice of a General Meeting given to a Member under rule 32 must—

(a) state that the Member may appoint another Member as a proxy for the meeting; and

(b) include a copy of any form that the Committee has approved for the appointment of a proxy (refer Appendix 2).

(6) A form appointing a proxy must be given to the Chair of the meeting before or at the commencement of the meeting.

(7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association no later than 24 hours before the commencement of the meeting.

### **34 Use of technology**

(1) A Member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that Member and the Members present at the meeting to clearly and simultaneously communicate with each other.

(2) For the purposes of this Part, a Member participating in a General Meeting as permitted under sub-rule (1) is taken to be present at the meeting and, if the Member votes at the meeting, is taken to have voted in person.

### **35 Quorum at General Meetings**

(1) No business may be conducted at a General Meeting unless a quorum of Members is present.

(2) The quorum for a General Meeting is the presence of at least nine Members entitled to vote.

(3) If a quorum is not present within 30 minutes after the notified commencement time of a General Meeting—

(a) in the case of a meeting convened by, or at the request of, Members under rule 30—the meeting must be dissolved;

**Note:** If a meeting convened by, or at the request of, Members is dissolved under this sub-rule, the business that was to have been considered at the meeting is taken to have been dealt with. If Members wish to have the business reconsidered at another Special Meeting, the Members must make a new request under rule 30.

(b) in any other case—

(i) the meeting must be adjourned to a date not more than 21 days after the adjournment; and

(ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all Members as soon as practicable after the meeting.

(4) If a quorum is not present within 30 minutes after the time to which a General Meeting has been adjourned under sub-rule (3)(b), the Members present at the meeting (if not fewer than three) may proceed with the business of the meeting as if a quorum were present.

### **36 Adjournment of General Meeting**

(1) The Chair of a General Meeting at which a quorum is present may, with the consent of a majority of Members present at the meeting, adjourn the meeting to another time at the same place or at another place.

(2) Without limiting sub-rule (1), a meeting may be adjourned—

(a) if there is insufficient time to deal with the business at hand; or

(b) to give the Members more time to consider an item of business.

**Example:** The Members may wish to have more time to examine the financial statements submitted by the Committee at an Annual General Meeting.

(3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.

(4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 31.

### **37 Voting at General Meeting**

(1) On any question arising at a General Meeting—

(a) subject to sub-rule (3), each Member who is entitled to vote has one vote; and

(b) Members may vote personally or by proxy; and

(c) except in the case of a Special Resolution, the question must be decided on a majority of votes; and

(d) if a ballot is required the Chair of the meeting must appoint a Member to act as returning officer to conduct the ballot (refer rule 39).

(2) If votes are divided equally on a question, the Chair of the meeting has a second or casting vote.

(3) If the question is whether or not to confirm the minutes of a previous meeting, only Members who were present at that meeting may vote.

(4) This rule does not apply to a vote at a Disciplinary Appeal Meeting conducted under rule 23.

### **38 Special Resolutions**

A Special Resolution is passed if not less than three quarters of the Members voting at a General Meeting (whether in person or by proxy) vote in favour of the resolution.

**Note:** In addition to certain matters specified in the Act, a Special Resolution is required—(a) to remove a Committee Member from office; (b) to alter these rules, including changing the name or any of the purposes of the Association.

### **39 Determining whether resolution carried**

(1) Subject to subsection (3), the Chair of a General Meeting may, on the basis of a show of hands, declare that a resolution has been—

- (a) carried; or
- (b) carried unanimously; or
- (c) carried by a particular majority; or
- (d) lost;

(2) An entry as per rule 39(1) above to that effect in the minutes of the meeting is conclusive proof of that fact.

(3) If a poll (where votes are cast in writing) is demanded by three or more Members on any question—

- (a) the poll must be taken at the meeting in the manner determined by the Chair of the meeting; and
- (b) the Chair must declare the result of the resolution on the basis of the poll.

(4) A poll demanded on the election of the Chair or on a question of an adjournment must be taken immediately.

(5) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chair.

### **40 Minutes of General Meeting**

(1) The Committee must ensure that minutes are taken and kept of each General Meeting.

- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote, with the exception of Disciplinary Appeal Meetings.
- (3) In addition, the minutes of each Annual General Meeting must include—
- (a) the names of the Members attending the meeting; and
  - (b) proxy forms given to the Chair of the meeting under rule 33(6); and
  - (c) the financial statements submitted to the Members in accordance with rule 29(4)(b)(ii); and
  - (d) the certificate signed by two Committee Members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
  - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## **PART 5—COMMITTEE**

### **Division 1—Powers of Committee**

#### **41 Role, Powers and Code of Conduct**

- (1) The business of the Association must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the Association except those powers that these rules or the Act require to be exercised by General Meetings of the Members of the Association.
- (3) The Committee may—
- (a) appoint and remove staff;
  - (b) establish Subcommittees consisting of Members with terms of reference it considers appropriate.
- (4) The Committee must abide by the following Code of Conduct provisions—
- (a) The Committee Members must discharge their duties to the Association with diligence, prudence and transparency. The Committee must remain independent in thought and action in making decisions for the Association. The Committee must commit themselves

to the Association by giving the time and retaining the skills required to properly perform their role;

(b) In discharging their duties, the Committee acknowledge that the interests of the Association as a performing arts group are the interests of the Members as a whole: the performance output, ongoing sustainability and the vibrancy of the Association are all goals we pursue in serving the interests of the Association;

(c) The Committee are bound by legal duties to:

(i) act honestly, in good faith and to the best of their ability in the best interests of the Association;

(ii) discharge their duties with due care and diligence and for proper purposes;

(iii) identify and disclose their interests that may be in conflict with the interests of the Association. This may lead to disclosing the material conflict of interest, absenting themselves from the parts of the Committee Meetings (includes full Committee Meetings or Subcommittee Meetings) where the applicable issue is to be considered and not voting on any proposals involving the material conflict of interest. At each Committee or Subcommittee Meeting, the Committee must disclose whether or not a conflict of interest exists and that declaration must be recorded in the minutes of that meeting;

(iv) protect the confidentiality of all information related to the Association and the activities of the Committee, except where authorised by the Committee or the information is public knowledge;

(v) not misuse information relating to the Association for any purpose, including for the benefit personally or to a related party;

(vi) not commit the Association to a commitment, contract or project without the authority of the Committee; and

(vii) retain an 'active discretion', ie remain responsible for decisions rather than abrogate responsibility by relying on other persons or entities.

(d) The Committee agree that they have an ethical duty to:

(i) avoid any conflict between personal interests and the interests of the Association; and

- (ii) present a united front after a Committee decision has been made; and
  - (iii) notify the President or in his or her absence the vice President at their earliest convenience when they form an intention to resign or not seek re-election to the Committee.
- (e) The Committee must help the Association to comply with its particular legal obligations and agree to:
  - (i) comply with the policies of the Association and to stand down if the Committee determines that a Member of the Committee is not able to comply with a policy or law; and
  - (ii) report a belief that a party's conduct may not comply with a policy or law to the President or Vice President.
- (f) The Committee should be aware that:
  - (i) a breach of their duty to the Association can result in personal civil and criminal liability under law, eg. Health & Safety laws; and
  - (ii) the business judgment rule provides some protection in that there will be no breach of duty where a decision is made in good faith for a proper purpose, the Committee Member had no material interest in the matter, the Committee Member informed themselves to the extent that they believed appropriate, and the Committee Member rationally believed that the decision was in the best interests of the Association.

## **42 Delegation**

- (1) The Committee may delegate to a Member of the Committee, a Subcommittee or staff, any of its powers and functions other than—
  - (a) this power of delegation; or
  - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing (or according to rule 73) and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing (or according to rule 73), revoke a delegation wholly or in part.

## **Division 2—Composition of Committee, Executives and duties of Members**

### **43 Composition of Committee**

- (1) The Committee consists of the following Executives—
- (a) a President; and
  - (b) a Vice-President; and
  - (c) a Secretary (appointment is optional by the committee from within the committee: Assistant Secretary); and
  - (d) a Treasurer (appointment is optional by the committee from within the committee: Assistant Treasurer); and
  - (e) ordinary Members elected under rule 52;
  - (f) the Committee shall consist of no fewer than five Members and no more than thirteen Members.

### **44 General Duties**

- (1) As soon as practicable after being elected or appointed to the Committee, each Committee Member must become familiar with these rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual Members of the Committee comply with these rules.
- (3) Committee Members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee Members must exercise their powers and discharge their duties—
- (a) in good faith in the best interests of the Association; and
  - (b) for a proper purpose.
- (5) Committee Members and former Committee Members must not make improper use of—
- (a) their position; or
  - (b) information acquired by virtue of holding their position.

**Note:** See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated association.

(6) In addition to any duties imposed by these rules, a Committee Member must perform any other duties imposed from time to time by resolution at a General Meeting.

#### **45 President and Vice-President**

(1) Subject to sub-rule (2), the President or, in the President's absence, the Vice-President is the Chair for any General Meetings and for any Committee Meetings.

(2) If the President and the Vice-President are both absent, or are unable to preside, the Chair of the meeting must be—

(a) in the case of a General Meeting—a Member elected by the other members present; or

(b) in the case of a Committee Meeting—a Committee Member elected by the other Committee Members present.

#### **46 Secretary**

(1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

**Example:** Under the Act, the secretary of an incorporated association is responsible for lodging documents of the association with the Registrar.

(2) The Secretary must—

(a) maintain the register of Members in accordance with rule 18; and

(b) keep custody of the common seal (if any) of the Association and, except for the financial records referred to in rule 69(3), all books, documents and securities of the Association in accordance with rules 71 and 74; and

(c) subject to the Act and these rules, provide Members with access to the register of Members, the minutes of General Meetings and other books and documents; and

(d) perform any other duty or function imposed on the Secretary by these rules.

(3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

#### **47 Treasurer**

(1) The Treasurer must—

- (a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and
  - (b) ensure that all moneys received are paid into the account of the Association within five working days after receipt; and
  - (c) make any payments authorised by the Committee or by a General Meeting of the Association from the Association's funds; and
  - (d) ensure all financial transactions are authorised by at least two Committee Members.
- (2) The Treasurer must—
- (a) ensure that the financial records of the Association are kept in accordance with the Act; and
  - (b) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the Annual General Meeting of the Association.
- (3) The Treasurer must ensure that at least one other Committee Member has access to the accounts and financial records of the Association.

### **Division 3—Election of Committee Members and tenure of office**

#### **48 Who is eligible to be a Committee Member**

A member is eligible to be elected or appointed as a Committee Member if the member—

- (1) Is 18 years or over; and
- (2) Is entitled to vote at a General Meeting.

#### **49 Election of Committee Members**

- (1) Each year approximately 1/3 of the Members will stand for election so that 2/3 of the Committee Members shall continue each year, ensuring continuity within the Committee.
- (2) The Secretary must keep a current record of Committee Member service in order to identify those Members whose terms have expired.
- (3) At the Committee Meeting immediately preceding the Annual General Meeting the Committee must determine the number of ordinary Members of the Committee that are required for the following year.

- (4) A single election may be held to fill all of those positions.
- (5) If the number of Members nominated for the position of ordinary Committee Member is less than or equal to the number to be elected, the Chair of the meeting must declare each of those Members to be elected to the position.
- (6) If the number of Members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 51.

## **50 Nominations**

- (1) Prior to the election of eligible positions, the Chair of the meeting must call for nominations to fill these positions.
- (2) An eligible Member of the Association may—
  - (a) nominate himself or herself; or
  - (b) with the Member's consent, be nominated by another Member.
- (3) All nominations must be seconded by a current financial Member of the Association.
- (4) A Member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.

## **51 Ballot**

- (1) If a ballot is required for the election for a position, the Chair of the meeting must appoint a Member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a Member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to—
  - (a) each Member present in person;
  - (b) each proxy appointed by a Member.

**Example:** If a Member has been appointed the proxy of five other Members, the Member must be given six ballot papers—one for the Member and one each for the other Members.

(6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.

(7) If the ballot is for more than one position—

(a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;

(b) the voter must not write the names of more candidates than the number to be elected.

(8) Ballot papers that do not comply with sub-rule (7b) are not to be counted.

(9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.

(10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.

(11) If the returning officer is unable to declare the result of an election under sub-rule (10) because two or more candidates received the same number of votes, the returning officer must—

(a) conduct a further election for the position in accordance with sub-rules (4) to (10) to decide which of those candidates is to be elected; or

(b) with the agreement of those candidates, decide by lot which of them is to be elected.

**Examples:** The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.

## **52 Positions to be declared vacant**

(1) This rule applies to—

(a) the first Annual General Meeting of the Association after its incorporation; or

(b) any subsequent Annual General Meeting of the Association, after the annual report and financial statements of the Association have been received.

(2) Following the presentation of the annual reports the election of the Executives for the following year will take place in accordance with rules 50 to 54.

### **53 Election of Executives**

(1) At the Annual General Meeting, separate elections must be held for each of the following positions—

- (a) President;
- (b) Vice-President;
- (c) Secretary;

**Note:** A Committee Member may not hold the office of Secretary if they do not reside in Australia.

- (d) Treasurer.

(2) If only one Member is nominated for the position, the Chair of the meeting must declare the Member elected to the position.

(3) If more than one Member is nominated, a ballot must be held in accordance with rule 51.

(4) On his or her election, the elected President may immediately take over as Chair.

### **54 Term of office**

(1) Each Committee Member of the Association shall be elected for a term of three years.

(2) Election of executives shall occur every year at the Annual General Meeting.

(3) A General Meeting of the Association may

- (a) by Special Resolution remove a Committee Member from office; and
- (b) elect an eligible Member of the Association to fill the vacant position in accordance with this Division.

(4) A Member who is the subject of a proposed Special Resolution may make representations in writing (or according to rule 73) to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the Members of the Association.

(5) The Secretary or the President may give a copy of the representations to each Member of the Association or, if they are not so given, the Member may

require that they be read out at the meeting at which the Special Resolution is to be proposed.

### **55 Vacation of office**

- (1) A Committee Member may resign from the Committee by written notice addressed to the Committee.
- (2) A person ceases to be a Committee Member if he or she—
  - (a) ceases to be a Member of the Association; or
  - (b) fails to attend three consecutive Committee Meetings (other than special or urgent Committee Meetings) without leave of absence under rule 66; or
  - (c) otherwise ceases to be a Committee Member by operation of section 78 of the Act.
- (3) The incoming Member fulfils the remainder of the term.

### **56 Filling casual vacancies**

- (1) The Committee may appoint an eligible Member of the Association to fill a position on the Committee that—
  - (a) has become vacant under rule 55; or
  - (b) was not filled by election at the last Annual General Meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a Member to the position within 14 days after the vacancy arises.
- (3) Rule 54 applies to any Committee Member appointed by the Committee under sub-rule (1) or (2).
- (4) The Committee may continue to act despite any vacancy in its membership.

## **Division 4—Meetings of Committee**

### **57 Meetings of Committee**

- (1) The Committee must meet at least four times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first Committee Meeting must be determined by the Members of the Committee as soon as practicable after the Annual General Meeting of the Association at which the Members of the Committee were elected.

(3) Special Committee Meetings may be convened by the President or by any four Members of the Committee.

(4) Members may request or be invited by the Committee to attend a Committee Meeting, however some issues may need to be conducted *in camera*. The decision to go *in camera* will be determined by a majority of the Committee in attendance.

### **58 Notice of meetings**

(1) Notice of each Committee Meeting must be given to each Committee Member no later than seven days before the date of the meeting (as per rule 73).

(2) Notice may be given of more than one Committee Meeting at the same time.

(3) The notice must state the date, time and place of the meeting.

(4) If a special Committee Meeting is convened, the notice must include the general nature of the business to be conducted.

(5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

### **59 Urgent Committee Meetings**

(1) In cases of urgency, a Committee Meeting can be held without notice being given in accordance with rule 58 provided that as much notice as practicable is given to each Committee Member by the quickest means practicable.

(2) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

### **60 Procedure and order of business**

(1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.

(2) The order of business is determined by the agenda and distributed by the Secretary no later than three days prior to the meeting (as per rule 73).

### **61 Use of technology**

(1) A Committee Member who is not physically present at a Committee Meeting may participate in the meeting by the use of technology that allows that Committee Member and the Committee Members present at the meeting to clearly and simultaneously communicate with each other.

(2) For the purposes of this Part, a Committee Member participating in a Committee Meeting as permitted under sub-rule (1) is taken to be present at the meeting and, if the Member votes at the meeting, is taken to have voted in person.

## **62 Quorum**

(1) No business may be conducted at a Committee Meeting unless a quorum is present.

(2) A quorum for a Committee Meeting shall be deemed 50% of the established Committee (in person or as allowed under rule 61).

(3) If a quorum is not present within 30 minutes after the notified commencement time of a Committee Meeting—

(a) in the case of a Special Meeting—the meeting lapses;

(b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 58.

## **63 Voting**

(1) On any question arising at a Committee Meeting, each Committee Member present at the meeting has one vote.

(2) A motion is carried if a majority of Committee Members present at the meeting vote in favour of the motion.

(3) Sub-rule (2) does not apply to any motion or question which is required by these rules to be passed by an absolute majority of the Committee.

(4) If votes are divided equally on a question, the Chair of the meeting has a second or casting vote.

(5) Voting by proxy is not permitted.

## **64 Conflict of interest**

(1) A Committee Member who has a material personal interest or association to a matter being considered at a Committee Meeting must disclose the nature and extent of that interest to the Committee.

(2) The Member—

(a) at the discretion of the Committee may not be present while the matter is being considered at the meeting; and

(b) must not vote on the matter.

**Note:** Under section 81(3) of the Act, if there are insufficient Committee Members to form a quorum because a Member who has a material personal interest is disqualified from voting on a matter, a General Meeting may be called to deal with the matter.

(3) This rule does not apply to a material personal interest—

(a) that exists only because the member has a specific interest or skill for which benefit to the Association is established; or

(b) that the Member has in common with all, or a substantial proportion of, the Members of the Association.

### **65 Minutes of meeting**

(1) The Committee must ensure that minutes are taken and kept of each Committee Meeting.

(2) The minutes must record the following—

(a) the names of the Members in attendance at the meeting;

(b) the business considered at the meeting;

(c) any resolution on which a vote is taken and the result of the vote;

(d) any material of personal interest disclosed under rule 64.

### **66 Leave of absence**

(1) The Committee may grant a Committee Member leave of absence from Committee Meetings for a period not exceeding three months.

(2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Committee Member to seek the leave in advance.

## **PART 6—FINANCIAL MATTERS**

### **67 Source of funds**

The funds of the Association may be derived from membership fees, performance activities, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

### **68 Management of funds**

(1) The Association must open an account with a financial institution (as a registered authorised deposit taking institution with the Australian Prudential

Regulation Authority or its successor under Australian Law) from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.

(2) Subject to any restrictions imposed by a General Meeting of the Association, the Committee may approve expenditure on behalf of the Association.

(3) The Committee may authorise the Treasurer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.

(4) All cheques, drafts, bills of exchange, promissory notes, other negotiable instruments and any electronic payments or instruments must be either signed or authorised by two Committee Members.

(5) All funds of the Association must be deposited into the financial account of the Association no later than five working days after receipt.

(6) With the approval of the Committee, the Treasurer or approved delegate may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

## **69 Financial records**

(1) The Association must keep financial records that—

(a) correctly record and explain its transactions, financial position and performance; and

(b) enable financial statements to be prepared as required by the Act.

(2) The Association must retain the financial records for seven years after the transactions covered by the records are completed.

(3) The Treasurer must keep in his or her custody, or under his or her control—

(a) the financial records for the current financial year; and

(b) any other financial records as authorised by the Committee.

## **70 Financial statements**

(1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.

(2) Without limiting sub-rule (1), those requirements include—

- (a) the preparation of the financial statements;
- (b) if required, the review or auditing of the financial statements;
- (c) the certification of the financial statements by the Committee;
- (d) the submission of the financial statements to the Annual General Meeting of the Association;
- (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

## **PART 7—GENERAL MATTERS**

### **71 Common seal**

- (1) The Association may have a common seal.
- (2) If the Association has a common seal—
  - (a) the name of the Association must appear in legible characters on the common seal;
  - (b) a document may only be sealed with the common seal by the authority of the Committee and the sealing must be witnessed by the signatures of two Committee Members;
  - (c) the common seal must be kept in the custody of the Secretary.

### **72 Registered address**

The registered address of the Association is—

- (1) The address determined from time to time by resolution of the Committee; or
- (2) If the Committee has not determined an address to be the registered address—the postal address of the Secretary.

### **73 Notice requirements**

- (1) Any notice required to be given to a Member or a Committee Member under these rules may be given by any mix of the following:
  - (a) by sending it by post to the Member at the address recorded for the member on the register of Members; or
  - (b) by email; or

- (c) by handing the notice to the Member personally; or
  - (d) by placing a notice at the Associations offices; or
  - (e) by placing a notice on the website or social media platforms of the Association.
- (2) Sub-rule (1) does not apply to notice given under rule 59.
- (3) Any notice required to be given to the Association or the Committee may be given—
- (a) by handing the notice to a Member of the Committee; or
  - (b) by sending the notice by post to the registered address; or
  - (c) by leaving the notice at the registered address; or
  - (d) by email to the email address of the Association or the Secretary.

#### **74 Custody and inspection of books and records**

- (1) Subject to limitations within Privacy and Data Protection Acts 2014, Members may, on request, inspect free of charge—
- (a) the register of Members;
  - (b) the minutes of General Meetings;
  - (c) subject to sub-rule (2), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee Meetings.

**Note:** See the note following rule 17 for details of access to the register of Members.

- (2) The Committee may refuse to permit a Member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (3) Subject to limitations within Privacy and Data Protection Acts 2014, the Committee must, on request, make copies of these rules available to Members and applicants for membership free of charge.
- (4) Subject to limitations within Privacy and Data Protection Acts 2014, as well as subject to sub-rule (2), a Member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—

**relevant documents** means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—

- (a) its membership records;
- (b) its financial statements;
- (c) its financial records;
- (d) records and documents relating to transactions, dealings, business or property of the Association.

## **75 Winding up and cancellation**

- (1) The Association may be wound up voluntarily by Special Resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any Members or former Members of the Association.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the Association and which is not carried on for the profit or gain of its individual Members.
- (4) In preparing a Wind Up Special Resolution to be put before the Members, the Association will create a Committee of no less than four and no greater than six independent local eminent community-minded individuals to create and develop an appropriate Special Resolution with respect to rule 75(3) for the consideration by the Members of the Association at the Special General Meeting.
- (5) The body to which the surplus assets are to be given must be decided by special resolution.

## **76 Alteration of rules**

These rules may only be altered by Special Resolution of a General Meeting of the Association.

**Note:** An alteration of these rules does not take effect unless or until it is approved by the Registrar. If these rules (other than rule 1, 2 or 3) are altered, the Association is taken to have adopted its own rules, not the model rules.

## **77 Insurance**

(1) The Association shall take out and maintain, with an approved insurer, insurance policies matching or exceeding amounts as may be required by the Act, such as—

- (a) Public Liability cover;

- (b) Voluntary workers' accident cover;
- (c) Damage or loss to property cover;
- (d) Any other insurance as deemed necessary by the Committee.

## **78 Public Funds**

(1) The Association will establish and maintain a public fund:

(a) donations will be deposited into the public fund listed on the Register of Cultural Organisations. These monies will be kept separate from other funds of the Association and will only be used to further the principal purpose of the Association. Investment of monies in this fund will be made in accordance with guidelines for public funds as specified by the Australian Taxation Office.

(b) the fund will be administered by a management Committee or a Subcommittee of the management Committee, the majority of whom, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of Ballarat Lyric Theatre Inc.

(c) no monies/assets in this fund will be distributed to Members or office bearers of the Association, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services.

(d) the Department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed amendments or alterations to provisions for the public fund, to assess the effect of any amendments on the public fund's continuing Deductible Gift Recipient status.

(e) receipts for gifts to the public fund must state:

- (i) the name of the public fund and that the receipt is for a gift made to the public fund;
- (ii) the Australian Business Number of the Company;
- (iii) the fact that the receipt is for a gift; and
- (iv) any other matter required to be included on the receipt pursuant to the requirements of the *Income Tax Assessment Act 1997*.

## **79 Winding Up the Public Fund**

If the Association shall be wound up in accordance with the provisions of the Association Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property, whatsoever, the same shall be given or transferred

to some other institution or institutions having purposes similar to the mission statement of the Association, and which prohibits the distribution of its other income and property amongst its or their members to an extent at least as great as is imposed on the Association under or by virtue of this rule, such institution or institutions to be determined in accordance with a special resolution of the members of the Association or in the absence of a special resolution by the registrar.

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APPENDIX 1  
FORM FOR APPOINTMENT OF PROXY

I, \_\_\_\_\_ (*full name of Association Member*)

of \_\_\_\_\_ (*address*)

being a Member of Ballarat Lyric Theatre, Inc.

appoint \_\_\_\_\_  
(*full name of Member to act as proxy*)

of \_\_\_\_\_  
(*address of Member to act as proxy*)

being a Member of that Incorporated Association, as my proxy to vote for me on my behalf at the Annual/Special\* General Meeting of the Association to be held on

\_\_\_\_\_ (*date of meeting*) and at any adjournment of that meeting.

(N.B. this form must be in the hands of the Secretary at least one full day prior to the meeting date)

\_\_\_\_\_ Signed

\_\_\_\_\_ Date

\* Delete as appropriate



## APPENDIX 2

## ANNUAL GENERAL MEETING

NOMINATION FORM FOR OFFICER / COMMITTEE

**PLEASE NOTE:** Executive Office bearers are renewed each year. 1/3 of Committee are up for re-nomination each year. You must be a financial Member to be nominated and elected to the Committee. The person nominating you must also be a financial Member.

First Nominator

I, \_\_\_\_\_ (full name of first nominator), wish to

nominate \_\_\_\_\_ (full name of nominee)

for the position/s of:

President	<input type="checkbox"/>	Vice-President	<input type="checkbox"/>
Secretary	<input type="checkbox"/>	Treasurer	<input type="checkbox"/>
Committee member	<input type="checkbox"/>		

(tick boxes as appropriate)

Signature of first nominator \_\_\_\_\_ Date \_\_\_\_/\_\_\_\_/\_\_\_\_

Second Nominator

I, \_\_\_\_\_ (full name of second nominator), second this nomination.

Signature of second nominator \_\_\_\_\_ Date \_\_\_\_/\_\_\_\_/\_\_\_\_

Nominee

I, \_\_\_\_\_ (full name of nominee), accept this/these nomination[s] for the role[s] indicated above.

Signature of Nominee \_\_\_\_\_ Date \_\_\_\_/\_\_\_\_/\_\_\_\_

Nominations to be in the hands of the Secretary, Ballarat Lyric Theatre Inc, one week before the next AGM.