



Wagga Wagga Art Society Incorporated

Constitution

Under the Associations Incorporation Act 2009

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Part 1 - Preliminary

1. Definitions

- 1) In this constitution *the association* means **Wagga Wagga Art Society Incorporated**.
- 2) *President* means the person holding office under this constitution as president of the association.
- 3) *Vice-President* means the person holding office under this constitution as vice-president of the association.
- 4) *Secretary* means:
 - a) the person holding office under this constitution as secretary of the association, or
 - b) if no such person holds that office then a person will be nominated by the committee.
- 5) *Treasurer* means the person holding office under this constitution as treasurer of the association.
- 6) *Committee member* means a member of the committee who is elected to a nominated position of the association.
- 7) *General meeting* means a general meeting of the association other than an annual general meeting.
- 8) *Special General meeting* means a meeting held to address a particular issue, e.g., a dispute.

In this constitution:

- a) a reference to a function includes a reference to a power, authority and duty, and
- b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- c) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this

constitution were an instrument made under the Act.

the Act means the *Associations Incorporation Act 2009*.

the Regulation means the *Associations Incorporation Regulation 2010*.

2. Mission Statement

To foster creative awareness and artistic expression in the Wagga Wagga region by supporting the practice, appreciation, and education of the visual arts. Through our community studio, exhibitions, workshops, and events, we provide inclusive opportunities for artists and art lovers to connect, create, learn, and share.

Part 2 - Membership

2. Membership generally

- 1) A person is eligible to be a member of the association if:
 - a) If they are residents in the locality who are interested in the furtherance of the purpose of the society,
 - b) the person is a natural person, 18 years of age or older, and
 - c) the person has requested membership of the association in accordance with clause 3.
- 2) A person is taken to be a member of the association if:
 - a) their request for membership has been approved, and
 - b) they have paid their annual membership fee.

3. Application for membership

- 1) A person requesting membership of the association:
 - a) must be made in writing, and
 - b) must be lodged with the secretary of the association.
- 2) As soon as practicable after receiving an application for membership, the secretary must refer the application to the next general meeting.
- 3) As soon as practicable after the general meeting, the secretary must:
 - a) notify the applicant, in writing, that the applicant has been accepted as a member. When the general meeting makes them a member, the applicant must pay (within the period of 28 days after receipt of the notification) the sum payable under this constitution by a member as an annual subscription.
- 4) The secretary must, on payment by the nominee of the amounts referred to in [clause 9](#) (2) within the period referred to in that provision, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association.

4. Cessation of membership

A person ceases to be a member of the association if the person:

- 1) dies, or
- 2) resigns membership, or
- 3) is expelled from the association, or
- 4) fails to pay the annual membership fee under [clause 9](#) (2) within 1 month after the fee is due, on 30th September each year.

5. Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the association:

- 1) is not capable of being transferred or transmitted to another person, and
- 2) terminates on cessation of the person's membership.

6. Resignation of membership

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

7. Life Membership

- 1) No more than one application to be accepted in one year.
- 2) A maximum of twelve (12) life members on the register at the one time.
- 3) Such applications to be submitted at least three months before the Annual General Meeting, and addressed to the President.
- 4) The President and the Committee to decide the qualifications required for such honours.
- 5) Such decisions of the Committee to be placed as a Notice of Motion for all members on a newsletter prior to the AGM with such motion being voted on.

8. Register of members

- 1) The public officer of the association must establish and maintain a register of members of the association specifying the name and postal or residential address of each person who is a member of the association together with the date on which the person became a member.
- 2) The register of members must be kept in New South Wales:
 - a) at the main premises of the association, or
 - b) if the association has no premises, at the association's official address.
- 3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- 4) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- 5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection that information must not be made available for inspection.
- 6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

9. Fees and subscriptions

- 1) A member of the association must, on admission to membership, pay to the association a membership fee determined by the general meeting, depending on when they join during that financial year.
- 2) In addition to any amount payable by the member under subclause (1), a member of

the association must pay to the association an annual membership fee as set by the AGM, or if some other amount is determined by the general meeting, then that amount.

10. Members' liabilities

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by [clause 9](#).

11. Resolution of disputes

- 1) A dispute between a member and another member (in their capacity as members) of the association should be addressed in writing to the committee.
- 2) If the dispute is not resolved by mediation within 3 months of being referred to the Community Justice Centre, the dispute must be referred to arbitration.

12. Disciplining of members

- 1) A complaint may be made to the committee by any person that a member of the association: (a) has refused or neglected to comply with a provision or provisions of this constitution, or (b) has wilfully acted in a manner prejudicial to the interests of the association.
- 2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- 3) If the committee decides to deal with the complaint, the committee:
 - a) must cause notice of the complaint to be served on the member concerned, and
 - b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - c) must take into consideration any submissions made by the member in connection with the complaint.
- 4) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- 5) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under [clause 13](#).
- 6) The expulsion or suspension does not take effect:
 - a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under [clause 13](#), whichever is the later.

13. Right of appeal of disciplined member

- 1) A member may appeal to the association in general meeting against a resolution of the committee under [clause 12](#), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 2) The notice may, but need not, be accompanied by a statement of the grounds on

- which the member intends to rely for the purposes of the appeal.
- 3) On receipt of a notice from a member under subclause (1), the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
 - 4) At a general meeting of the association convened under subclause (3):
 - a) no business other than the question of the appeal is to be transacted, and
 - b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
 - 5) The appeal is to be determined by a simple majority of votes cast by members of the association.

Part 3 - The committee

14. Powers of the committee

Subject to the Act, the Regulation and this constitution and to any resolution passed by the association in a general meeting, the committee:

- 1) is to control and manage the affairs of the association, and
- 2) may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
- 3) has power to perform all such acts and do all such things as directed by the member through the AGM, general meeting and special meetings as are necessary or desirable for the proper management of the affairs of the association.

15. Composition and membership of committee

- 1) The committee is to consist of:
 - a) the office-bearers of the association, and
 - b) at least 3 ordinary committee members, each of whom is to be elected at the annual general meeting of the association under clause 15.
- 2) The total number of committee members is to be 7.
- 3) The office-bearers of the association are as follows:
 - a) the president,
 - b) the vice-president,
 - c) the treasurer,
 - d) the secretary.
- 4) A committee member may hold up to 2 offices (other than both the president and vice-president offices).
- 5) Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election, excepting that the president can only occupy that position for 2 consecutive years, but may be re-elected after 1 year out of that position.

16. Election of committee members

- 1) Nominations of candidates for election as office-bearers of the association or as ordinary committee members:
 - a) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - b) must be delivered to the secretary of the association at least 7 days before

the date fixed for the holding of the annual general meeting at which the election is to take place.

- 2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- 3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- 4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- 5) If the number of nominations received exceeds the number of vacancies to be filled, a secret ballot is to be held.
- 6) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- 7) A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a financial member of the association.

17. Secretary

- 1) The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
- 2) It is the duty of the secretary to keep minutes of:
 - a) all appointments of office-bearers and members of the committee, and
 - b) the names of members of the committee present at a committee meeting, general meeting or a special meeting, and
 - c) all proceedings at committee meetings and other meetings.
- 3) The minutes must be:
 - a) kept in written or electronic form, and
 - b) for minutes of proceedings at a meeting and signed, in writing or by electronic means, by:
 - i) the member who presided at the meeting, or
 - ii) the member presiding at the subsequent meeting.

18. Treasurer

It is the duty of the treasurer of the association to ensure:

- 1) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- 2) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

19. Casual vacancies

- 1) In the event of a casual vacancy occurring in the membership of the committee, a general meeting may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- 2) A casual vacancy in the office of a member of the committee occurs if the member:
 - a) dies, or
 - b) ceases to be a member of the association, or
 - c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or

- d) resigns office by notice in writing given to the secretary, or
- e) is removed from office under [clause 19](#), or
- f) becomes a mentally incapacitated person, or
- g) is absent without the consent of the committee from 3 consecutive meetings of the committee, without adequate reason, or
- h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

20. Removal of committee members

- 1) The association in special or general meetings may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 2) If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

21. Committee meetings and quorum

- 1) The committee must endeavour to convene a monthly meeting at such place and time as the committee may determine.
- 2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- 3) Oral, written, or electronic notice of a meeting of the committee must be given by the secretary to each member of the committee at least 24 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- 4) Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- 6) No business is to be transacted by the committee 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.
- 7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 8) At a meeting of the committee:
 - a) the president or, in the president's absence, the vice-president is to preside, or
 - b) if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

- 9) The committee may transact its business by the circulation of papers, including by electronic means, among all committee members.
- 10) If the committee transacts business by the circulation of papers a written resolution, approved in writing by a majority of committee members, is taken to be a decision of the committee made at a meeting of the committee.
- 11) The committee may transact its business at a meeting at which 1 or more committee members participate by telephone or other electronic means, provided a member who speaks on a matter can be heard by the other members.
- 12) The member presiding at the meeting and each other member have the same voting rights as they would have at an ordinary meeting of the committee for the purposes of:
 - a) the approval of a resolution under subclause (9), or
 - b) a meeting held according with subclause (10)
- 13) A resolution under sub-clause (9) must be recorded in the minutes of the meetings of the committee.

Note: The Act, section 30(2) and (3) contains requirements relating to meetings held at 2 or more venues using technology.

22. Delegation by committee to sub-committee

- 1) The committee may, by instrument in writing including electronic means, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - a) this power of delegation, and
 - b) a function which is a duty imposed on the committee by the Act or by any other law.
- 2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 3) A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- 4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- 5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
- 6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- 7) A sub-committee may meet and adjourn as it thinks proper.

23. Voting and decisions

- 1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or subcommittee present at the meeting.
- 2) Each member present at a meeting (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 3) Subject to clause 20 (5), the committee may act despite any vacancy on the committee.
- 4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment

or qualification of any member of the committee or sub-committee.

Part 4 - General meetings

24. Annual general meetings - holding of

- 1) The association must hold its annual general meetings:
 - a) in November of each year, or
 - b) within 6 months after the close of the association's financial year.

25. Annual general meetings - calling of and business at

- 1) The annual general meeting of the association is, subject to the Act and to clause 23, to be convened on such date and at such place and time as the committee thinks fit.
- 2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - a) to confirm the minutes of the preceding annual general meeting and of any special or general meetings held since that meeting,
 - b) to receive from the committee reports on the activities of the association during the last preceding financial year,
 - c) to elect office-bearers of the association and ordinary committee members,
 - d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- 3) (An annual general meeting must be specified as such in the notice convening it.

26. Special general meetings - calling of

- 1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- 2) The committee must, on the requisition in writing of at least 5 percent of the total number of members, convene a special general meeting of the association.
- 3) A requisition of members for a special general meeting:
 - a) must state the purpose or purposes of the meeting, and
 - b) must be signed by the members making the requisition, and
 - c) must be lodged with the secretary, and
 - d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
 - e) may be electronic form and signed and lodged by electronic means.
- 4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- 5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

27. Notice

- 1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 28

days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under sub-clause (1), the intention to propose the resolution as a special resolution.

- 3) No business other than that specified in the notice convening a special general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 24 (2).
- 4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

28. Quorum for general meetings

- 1) No item of business is to be transacted at a special general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- 2) 5 members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - a) if convened on the requisition of members, is to be dissolved, and
 - b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- 4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 5) are to constitute a quorum.
- 5) A quorum for a special general meeting requires 5 members entitled to a vote.

29. Presiding member

- 1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.
- 2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.
- 3) The member presiding at the meeting has:
 - 4) a deliberate vote, and
 - 5) in the event of an equality of votes - a second or casting vote.

30. Adjournment

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

to be given.

31. Making of decisions

- 1) An issue arising at a general meeting of the association is to be determined by either:
 - a) a show of hands, or
 - b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the issue should be determined by a written ballot or a secret written ballot.
- 2) If the issue is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact of the number or proportion of the votes recorded in favour of or against that resolution.
- 3) If the issue is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

32. Special resolutions

A special resolution may only be passed by the association in accordance with section 39 of the Act.

33. Voting

- 1) On any question arising at a general meeting of the association a member has one vote only.
- 2) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 3) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.

34. Postal, electronic or combined ballots

- (1) The association may hold a postal, electronic or combined ballot, as determined by the committee, to decide any matter other than an appeal under [clause 9](#).

The ballot must be conducted in accordance with Schedule 2 of the Regulation.

35. Transaction of business outside meetings or by telephone or other means:

The association may transact its business by the circulation of papers, including by electronic means, among all members of the association.

- 1) If the association transacts business by the circulation of papers, a written resolution, approved in writing by a majority of members, is taken to be a decision of the association made at a general meeting.
- 2) The association may transact its business at a general meeting at which 1 or more members participate by telephone or other electronic means, provided a member who speaks on a matter can be heard by the other members.
- 3) The member presiding at the meeting and each other member have the same voting rights as they would have at an ordinary meeting of the association for the purposes of:
 - a) the approval of a resolution under subclause (2),
 - b) or a meeting held in accordance with subclause (3).
- 4) A resolution approved under subclause (2) must be recorded in the minutes of the meetings of the association.

Note: The Act, section 30(2) and (3) contains requirements relating to meetings held at 2 or more venues using technology.

36. Proxy votes are not permitted

Part 5 Administration

37. Change of name, objects or constitution

An application for registration of a change in the association's name, objects, or constitution made under the Act, section 10 must be made by: the Public Officer, or a committee member.

38. Non-profit status

Subject to the Act and the Regulation, the association must not conduct the association's affairs in a way that provides a pecuniary gain for a member of the association.

Note: See the Act, section 40.

39. Insurance

The association may effect and maintain insurance.

40. Funds - source

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

41. Funds - management

- 1) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the general meeting determines.
- 2) The accounts received must be presented and passed at a General or Committee meeting.
- 3) Negotiable instruments (including digital or electronic payments) used for payments must be signed by any 2 members of the committee of the association, being members authorised to do so by the committee.
- 4) Petty Cash Bank Account
 - a) The Association may establish a petty cash bank account for the sole purpose of managing minor and incidental expenditures via electronic/card access.
 - b) The petty cash account shall be operated by a single authorised signatory appointed by the committee.
 - c) notwithstanding the provision for a single signatory, no withdrawal, payment, or transfer of funds from the petty cash account shall be effected without prior electronic authorisation by two (2) members of the committee, each being members duly authorised by resolution of the committee.

- d) This provision is made in accordance with Clause (36) of the Constitution, which requires that all negotiable instruments be signed or otherwise authorised by two (2) authorised committee members.
- e) The committee shall establish and maintain appropriate procedures for the oversight, reconciliation, and reporting of all petty cash transactions to ensure compliance with the Association's financial governance obligations.

42. Change of name, objects and constitution

An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

43. Custody of records and books, etc.

Except as otherwise provided by this constitution, the secretary must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

Except as otherwise provided by this constitution, all records, books and other documents relating to the association must be kept in New South Wales:

at the association's main premises, in the custody of either of the following persons, as determined by the committee: the public officer, a member of the association, or if the association has no premises - at the association's official address, in the custody of the Public Officer.

44. Inspection of records and books, etc.

- 1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
 - a) records, books and other financial documents of the association,
 - b) this constitution,
 - c) minutes of all AGM, committee meetings, general meetings and special meetings of the association.
- 2) A member of the association may obtain a hard copy, or in electronic form, if available, of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.
- 3) The committee may refuse to allow a member to inspect or obtain a copy of a document under this clause:
 - a) that relates to confidential, personal, commercial, employment or legal matters, or
 - b) if the committee considers it would be prejudicial to the interests of the association for the member to do so.

45. Service of notices

- 1) For the purpose of this constitution, a notice may be served on or given to a person:
 - a) by delivering it to the person personally, or
 - b) by sending it by pre-paid post to the address of the person, or
 - c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- 2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - a) in the case of a notice given or served personally, on the date on which it is

- received by the addressee, and
- b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

46. Financial year

The financial year of the association is from 1st October to 30th September

- (a) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1st October and ending on the following 30th September.

Note: Schedule 1 of the Act provides that an association's constitution is to address the association's financial year.

47. Dissolution

The association shall be dissolved in the event of the membership being less than three persons or up the vote of a three-fourths majority of the members present at a Special Meeting convened to consider such a question. Upon dissolution, the assets and funds on hand may, after payment of all expenses and liabilities, be handed over to such a registered or exempted charity or charities and not-for-profit organisations as a majority of the members present may decide.