



## **SCOA AUSTRALIA INCORPORATED**

**Registration No. AO5355**

# **RULES**

First incorporated 5 February 2013

SCOA Australia Incorporated  
PO Box 107  
MAWSON ACT 2607

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## **PART 1 PRELIMINARY**

SCOA Australia Incorporated is subject to the requirements of the Australian Capital Territory *Associations Incorporation Act 1991* and the Australian Capital Territory *Associations Incorporation Regulation 1991*.

### **1. Definitions<sup>1</sup>**

In these Rules:

**Annual General Meeting** means a meeting of the association as mentioned in the Act, s. 69.

**Committee** means the committee of the association as mentioned in Rules 11 and 12.

**Federal Council** means the Superannuated Commonwealth Officers' Association (Federal Council) Incorporated.

**Financial Year** means the year ending on 30 June.

**General Meeting** means a meeting of the association as mentioned in Rule 23.

**Member** means a member as described in Rule 2 of the association.

**Ordinary Committee Member** means a member of the committee who is not an office-bearer of the association as mentioned in Rule 12(1)(b).

**Secretary** means the person holding office under these Rules as secretary of the association or, if no such person holds that office, the public officer of the association.

**Special Resolution** means a resolution of the association as mentioned in the Act, s. 70.

**Sub-group** means a sub-group of the association as mentioned in Rule 31.

**The Association** means SCOA Australia Incorporated.

**The Act** means the Australian Capital Territory *Associations Incorporation Act 1991*.

**The Regulation** means the Australian Capital Territory *Associations Incorporation Regulation 1991*.

#### *Words*

- Importing a gender include every other gender;
- In a singular number include the plural; and
- In the plural number include the singular.

#### **Structure**

- 1) SCOA Australia shall be managed by a committee (see Rule 11);
- 2) The association shall implement the policies of the Federal Council;
- 3) The committee may establish sub-groups.

#### **Application of Legislation Act 2001**

The *Legislation Act 2001* applies to these Rules in the same way as it would if they were an instrument made under the Act.

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<sup>1</sup> NOTE: A definition applies except so far as the contrary intention appears (see Legislation Act, s. 155).

## **PART 2 MEMBERSHIP**

### **2. Membership qualifications**

A person is qualified to be a member if

- a) The person is a member of the group proposing to form the association; or
- b) The person-
  - i. is receiving, or is contributing towards, or is entitled to, or who may at some time in the past or future become entitled to, a payment or pension under a public sector superannuation scheme established in Australia, or any other scheme approved by the Federal Council; or
  - ii. is a partner of someone as defined in Rule 2(b)(i); or
  - iii. is a surviving partner of someone as defined in Rule 2(b)(i); or
  - iv. has previously been approved for membership of a dissolved State or Territory Branch; and
  - v. has applied for membership in accordance with Rule 3(1); and
  - vi. has been approved for membership of the association by the secretary or committee.

### **3. Application for membership**

- 1) An application for membership of the association signed by the applicant together with the first year's annual subscription must be lodged with the secretary of the association or his delegate.
- 2) Except as provided in Rule 3(4), the secretary shall issue a receipt for the subscription received and forward this to the applicant with advice of his admission to the association.
- 3) The secretary shall enter the applicant's name, address, date of joining and membership category in the register of members and, on the details being so entered, the applicant becomes a member of the association.
- 4) If the secretary considers there is a sound reason for rejecting an application for membership, he shall refer the matter promptly to the committee for decision at its next regular meeting.
- 5) Notwithstanding anything contained in Rules 3(1), 3(2), 3(3), if a person –
  - a) has been a lifetime member of a dissolved State or Territory Branch and applies to join the association, he/she will be deemed by the committee to have renewed their annual membership for every year until they cease their membership as described in Rule 5; or
  - b) has been an honorary life member of a dissolved State or Territory Branch and applies to join the association he or she will be deemed by the committee to be an honorary life member of the association even if the total number of such memberships should temporarily exceed twelve (12).

#### **3a. Honorary life membership**

- 1) The association may grant honorary life membership to a member for meritorious service to the association subject to the restriction that the total number of such memberships does not exceed twelve (12).
- 2) An honorary life member is entitled to all the benefits of membership without having to renew their annual membership.

### **4. Membership entitlements not transferable**

A right, privilege or obligation that a person has because of being a member of the association -

- a) cannot be transferred or transmitted to another person; and
- b) terminates on cessation of the person's membership.

## **5. Cessation of membership**

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

- a) dies; or
- b) resigns from membership of the association; or
- c) is expelled from the association; or
- d) is not an honorary life member and fails to renew annual membership of the association by paying an annual membership subscription for the current year prior to 1 April.

## **6. Resignation of membership**

- 1) A member is not entitled to resign from membership of the association except in accordance with this rule.
- 2) A member who has paid all amounts payable by the member to the association may resign from membership of the association by first giving notice (of not less than one month or, if the committee has determined a shorter period, that shorter period) in writing to the secretary of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.
- 3) If a person ceases to be a member, the secretary must make an appropriate entry in the register of members recording the date the member ceased to be a member.

## **7. Subscriptions**

- 1) The annual membership subscription shall be \$2 or as determined, from time to time, by resolution of the committee as directed by Federal Council.
- 2) The annual membership subscription shall be payable in advance of being admitted to membership and on or before 1 January each calendar year.
- 3) Honorary life members shall not be required to pay annual membership subscriptions.

## **8. Members' liabilities**

The liability of a member 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 relation to membership of the association as required by Rule 7.

## **9. Disciplining of members**

- 1) If the committee is of the opinion that a member -
  - a) has persistently refused or neglected to comply with a provision of these Rules; or
  - b) has persistently and willfully acted in a manner prejudicial to the interests of the association; the committee may, by resolution -
  - c) expel the member from the association; or
  - d) suspend the member from the rights and privileges of membership of the association that the committee may decide for a specified period.
- 2) A resolution of the committee under Rule 9(1) is of no effect unless the committee, at a meeting held not earlier than fourteen (14) days and not later than twenty eight (28) days after service on the member of a notice under Rule 9(3), confirms the resolution in accordance with this section.
- 3) If the committee passes a resolution under Rule 9(1), the secretary must, as soon as practicable, serve a written notice on the member-
  - a) setting out the resolution of the committee and the grounds on which it is based; and
  - b) stating that the member may address the committee at a meeting to be held not earlier than fourteen (14) days and not later than twenty eight (28) days after service of the notice; and
  - c) stating the date, place and time of that meeting; and
  - d) informing the member that the member may do either or both of the following:

- i) attend and speak at that meeting;
  - ii) submit to the committee at or before the date of that meeting written representations relating to the resolution.
- 4) Subject to the Act, s. 50, at a meeting of the committee mentioned in Rule 9(2), the committee must -
  - a) give to the member mentioned in Rule 9(1) an opportunity to make oral representations; and
  - b) give due consideration to any written representations submitted to the committee by that member at or before the meeting; and
  - c) by resolution decide whether to confirm or to revoke the resolution of the committee made under Rule 9(1).
- 5) If the committee confirms a resolution under Rule 9(4), the secretary must, within seven (7) days after that confirmation, by written notice inform the member of that confirmation and of the member's right of appeal under Rule 10.
- 6) A resolution confirmed by the committee under Rule 9(4) does not take effect -
  - a) until the end of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or
  - b) if within that period the member exercises the right of appeal – unless and until the association confirms the resolution in accordance with Rule 10(4).

#### **10. Right of appeal of disciplined member**

- 1) A member may appeal to the association in General Meeting against a resolution of the committee that is confirmed under Rule 9(4), within seven (7) days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 2) On receipt of a notice under Rule 10(1), the secretary must notify the committee which must call a General Meeting of the association to be held within twenty one (21) days after the date when the secretary received the notice or as soon as possible after that date.
- 3) Subject to the Act, s. 50, at a General Meeting of the association called under Rule 10(2) -
  - a) no business other than the question of the appeal may be transacted; and
  - b) the committee and the member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
  - c) the members present must vote by secret ballot on the question of whether the resolution made under Rule 9(4) should be confirmed or revoked.
- 4) If the meeting passes a Special Resolution in favour of the confirmation of the resolution made under Rule 9(4), that resolution is confirmed.

### **PART 3 COMMITTEE**

#### **11. Powers of Committee**

The committee, subject to the Act, the Regulation, these Rules and to any resolution passed by the association in General Meeting -

- a) controls and manages the affairs of the association as directed by Federal Council; and
- b) may exercise all functions that may be exercised by the association other than those functions that are required by these Rules to be exercised by the association in General Meeting; and
- c) has power to perform all acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

#### **12. Constitution and membership**

- 1) The committee consists of -
  - a) the office-bearers of the association; and
  - b) three (3) ordinary committee members each of whom must be a member of the association and be elected under Rule 13 or appointed in accordance with Rule 12(4).

- 2) The office-bearers of the association are –
  - a) the president; and
  - b) the vice-president; and
  - c) the treasurer; and
  - d) the secretary.
- 3) Each member of the committee holds office, subject to these Rules, until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- 4) If there is a vacancy in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed holds office, subject to these Rules, until the conclusion of the next Annual General Meeting after the date of the appointment.

### **13. 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 a member of the association and accompanied by the written consent of the candidate (which may be endorsed on the nomination form) and
  - b) must be given to the secretary of the association not less than seven (7) days before the date fixed for 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 may 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 vacancies.
- 4) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- 5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.
- 6) The ballot for the election of office-bearers and ordinary committee members must be conducted at the Annual General Meeting in the way the committee may direct.
- 7) A person is not eligible to simultaneously hold more than one (1) position on the committee.

### **14. Secretary**

- 1) The secretary of the association must, as soon as practicable after being appointed as secretary, notify the association of his or her address.
- 2) The secretary must keep minutes of -
  - a) all elections and appointments of office-bearers and ordinary committee members; and
  - b) the names of members of the committee present at a committee meeting or a General Meeting; and
  - c) all proceedings at committee meetings and General Meetings.
- 3) Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

### **15. Treasurer**

- 1) The treasurer of the association must -
  - a) collect and receive all amounts owing to the association and make all payments authorized by the association; and
  - b) keep correct accounts and books showing the financial affairs of the association with full details of all receipts and expenditure connected with the activities of the association.



## **16. Vacancies**

- 1) For these Rules, a vacancy in the office of a member of the committee happens if the member -
  - a) dies; or
  - b) ceases to be a member of the association; or
  - c) resigns the office; or
  - d) is removed from office under Rule 17 (Removal of committee members); or
  - e) becomes bankrupt or personally insolvent; or
  - f) suffers from mental or physical incapacity; or
  - g) is disqualified from office under the Act, s. 63(1); or
  - h) is subject to a disqualification order under the Act, s. 63A; or
  - i) is absent without the consent of the committee from all meetings of the committee held during a period of six (6) months.

## **17. Removal of committee members**

- 1) The association in General Meeting may by resolution, subject to the Act, s. 50, remove any member of the committee from the office of member of the committee before the end of the member's term of office.

## **18. Committee meetings and quorum**

- 1) The committee must meet at least three (3) times in each calendar year at the place and time that the committee may decide.
- 2) Additional meetings of the committee may be called by any member of the committee.
- 3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other period that 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 Rule 18(3) must specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the committee members present at the meeting unanimously agree to treat as urgent business.
- 5) Any three (3) members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- 6) No business may be transacted by the committee unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands 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 after the time appointed for the meeting, the meeting is dissolved.
- 8) At meetings of the committee –
  - a) the president or, in the absence of the president, the vice-president presides; or
  - b) if the president and the vice-president are absent, one of the remaining members of the committee may be chosen by the members present to preside.

## **19. Delegation by committee to subcommittee**

- 1) The committee may, in writing, delegate to one or more subcommittees (consisting of the member or members of the association that the committee considers appropriate) the exercise of the functions of the committee that are specified in the instrument, other than –
  - a) this power of delegation; and
  - b) a function that is a function imposed on the committee by the Act, by any other Territory law, or by resolution of the association in General Meeting.
- 2) A function, the exercise of which has been delegated to a subcommittee under Rule 19 may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.

- 3) A delegation under Rule 19 may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances, that may be specified in the instrument of delegation.
- 4) Despite any delegation under Rule 19, the committee may continue to exercise any function delegated.
- 5) Any act or thing done or suffered by a subcommittee acting in the exercise of a delegation under Rule 19 has the same force and effect as it would have if it had been done or suffered by the committee.
- 6) The committee may, in writing, revoke wholly or in part any delegation under Rule 19.
- 7) A subcommittee may meet and adjourn as it considers appropriate.

## **20. Voting and decisions**

- 1) Questions arising at a meeting of the committee or of any subcommittee appointed by the committee are decided by a majority of the votes of members of the committee or subcommittee present at the meeting.
- 2) Each member present at a meeting of the committee or of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to one vote and, if the votes on any question are equal, the matter will be decided in the negative.

## **PART 4 GENERAL MEETINGS**

### **21. Annual General Meetings – holding of**

- 1) With the exception of the first Annual General Meeting of the association, the association must, at least once in each calendar year and within five (5) months after the end of each Financial Year of the association, call an Annual General Meeting of its members.
- 2) The association must hold its first Annual General Meeting –
  - a) within eighteen (18) months after its incorporation under the Act; and
  - b) within five (5) months after the end of the first financial year of the association.
- 3) Subsections (1) and (2) have effect subject to the powers of the registrar general under the Act, section 120 in relation to extensions of time.
- 4) The committee may make provision for the members of a sub-group to take part in the Annual General Meeting by being present at a venue, nominated by its subcommittee, which is linked to the Annual General Meeting by telephone or other electronic means of communication.

### **22. Annual General Meetings – calling of and business at**

- 1) The Annual General Meeting of the association must, subject to the Act and Rule 21(4), be called on the date and at the place and time that the committee considers appropriate.
- 2) In addition to any other business that may be transacted at an Annual General Meeting, the business of an Annual General Meeting is –
  - a) to confirm the minutes of the last Annual General Meeting and of any General Meeting held since that meeting;
  - b) to receive from the committee reports on the activities of the association during the last financial year; and
  - c) to elect members of the committee, including office-bearers; and
  - d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, s. 73(1).
- 3) An Annual General Meeting must be specified as such in the notice calling it in accordance with Rule 24 (Notice).
- 4) An Annual General Meeting must be conducted in accordance with the provisions of this part.

### **23. General Meetings – calling of**

- 1) The committee may, whenever it considers appropriate, call a General Meeting of the association.
- 2) The committee must, on the requisition in writing of not less than 5% of the total number of members, call a General Meeting of the association.
- 3) A requisition of members for a 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.
- 4) If the committee fails to call a General Meeting within one (1) month after the date when a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may call a General Meeting to be held not later than three (3) months after that date.
- 5) A General Meeting called by a member or members mentioned in Rule 23(4) must be called as nearly as is practicable in the same way as General Meetings are called by the committee and any member who thereby incurs expense is entitled to be reimbursed by the association for any reasonable expense so incurred.

### **24. 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 fourteen (14) days before the date fixed for the holding of the General Meeting, send to each member at the member's address, either electronic or postal, that is held in the register of members, a notice 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 twenty one (21) days before the date fixed for the holding of the General Meeting, send notice to each member in the way provided in Rule 24(1) specifying, in addition to the matter required under that rule, the intention to propose the resolution as a Special Resolution.
- 3) No business other than that specified in the notice calling a General Meeting may be transacted at the meeting except, for an Annual General Meeting, business that may be transacted under Rule 22(2).
- 4) A member desiring to bring any business before a General Meeting may give written notice 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.

### **25. General Meetings – procedure and quorum**

- 1) No item of business may be transacted at a General Meeting unless a quorum of members entitled under these Rules to vote is present during the time the meeting is considering that item.
- 2) Five members present in person (who are entitled under these rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.
- 3) If within 30 minutes after the appointed time for the start of a General Meeting a quorum is not present, the meeting, if called on the requisition of members, is dissolved, and in any other case stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of 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 30 minutes after the time appointed for the start of the meeting, the members present (being not less than three (3), constitute a quorum.

## **26. Presiding member**

- 1) The president, or in the absence of the president, the vice-president, presides at each General Meeting of the association.
- 2) If the president and the vice-president are absent from a General Meeting, the members present must elect one of their number to preside at the meeting.

## **27. Adjournment**

- 1) The person presiding at 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 may 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 fourteen (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 Rules 27(1) and 27(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.

## **28. Making of decisions**

- 1) A question arising at a General Meeting of the association is to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding 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 without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 2) At a General Meeting of the association, a poll may be demanded by the person presiding or by not less than three (3) members present in person or by proxy at the meeting.
- 3) If the poll is demanded at a General Meeting, the poll must be taken –
  - a) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
  - b) in any other case, in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

## **29. Voting**

- 1) Subject to Rule 29(3), on any question arising at a General Meeting of the association a member has one (1) vote only.
- 2) All votes must be given personally or by proxy but no member may hold more than five (5) proxies.
- 3) If the votes on a question at a General Meeting are equal, the matter will be decided in the negative.

## **30. Appointment of proxies**

- 1) Each member is entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting for which the proxy is appointed.
- 2) The notice appointing the proxy must be in the form set out in Appendix 1.

## **PART 5 SUB-GROUPS**

### **31. Establishment and functions of a sub-group**

- 1) A subcommittee may establish a sub-group.

### **32. Functions of a sub-group**

- 1) The functions of a sub-group will be -
  - a) to conduct local meetings and activities that further the objectives and purposes of the association; and
  - b) to provide feedback and recommendations.

### **33. Resources provided to a sub-group**

- 1) The committee will provide a sub-group with sufficient resources to enable the sub-group to carry out its agreed functions. The funds will be managed by the subcommittee.

## **PART 6 FEDERAL COUNCILLORS**

### **34. Federal Councillors in SCOA Australia**

- 1) Each State or Territory which has a delegated subcommittee (under Rule 19) will be entitled to have a Federal Councillor to represent its members at Federal Council.
- 2) To ensure that all members of the association are represented by a Federal Councillor, members from States or Territories where there are delegated subcommittees may appoint or elect a Federal Council representative.
- 3) Where a nominee does not exist, Federal Council may appoint a Federal Councillor to represent them.

### **35. Nomination, election or appointment of Federal Councillor**

- 1) A candidate for election as Federal Councillor must be a member of SCOA Australia and reside in the State or Territory to be represented. Nominations of candidates for election as Federal Councillor –
- 2) must be made in writing, signed by two members of the subcommittee and accompanied by the written consent of the candidate (which may be endorsed on the nomination form);
- 3) must be forwarded to the subcommittee who will arrange for the election or appointment of the Federal Councillor; and
- 4) notice of the name and personal details of the Federal Councillor so elected or appointed must be given to the secretary of the association not less than fourteen (14) days before the date fixed for the next meeting of Federal Council;  
and  
must be forwarded by the secretary to the Federal Council not less than seven (7) days before the date fixed for the next meeting of Federal Council.

### **36. Vacancy in Federal Councillor position**

- 1) If there is a vacant Federal Councillor position, the Federal Council shall seek nominations for a new Councillor from the subcommittee in the relevant State or Territory in accordance with Rules 34 and 35.
- 2) The member so appointed holds office until the conclusion of the next Annual General Meeting after the date of the appointment.

## **PART 7 FINANCE**

### **37. Funds – source**

- 1) The funds of the association shall be derived from annual subscriptions of members, donations and, subject to any resolution passed by the association in General Meeting and subject to the Act, s. 114, any other sources that the committee decides.
- 2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's financial institution account.
- 3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **38. Funds – management**

- 1) Subject to any resolution passed by the association in General Meeting, the funds of the association must be used for the objects of the association in the way that the committee decides.
- 2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any one (1) member of the committee or employees of the association, being members of the committee or employees authorized to do so by the committee.
- 3) A copy of the audited statement of the association's accounts for the financial year shall be forwarded to Federal Council by the 31 August immediately following the end of the financial year.

### **39. Capitation fees**

- 1) The association shall contribute capitation fees to the funds of the Federal Council.
- 2) Capitation fees shall be based on the number of members, including honorary life members and lifetime members at 31 December of the preceding year and shall be paid by the last day of February in each year.
- 3) The rate of the capitation fees shall be as determined from time to time by the Federal Council.

### **40. Financial liability to Federal Council**

- 1) The financial liability of SCOA Australia to the Federal Council shall, at any point in time, be limited to the extent of any capitation fees accrued at that time.

## **PART 8 MISCELLANEOUS**

### **41. Alteration of objects and rules**

- 1) Neither the objects of the association mentioned in the Act, s. 29 nor these Rules may be altered except in accordance with the Act.
- 2) Notice of any such proposed alteration shall be given to the Federal Council and to all SCOA Branches at least six (6) weeks prior to a meeting of the Federal Council.
- 3) The proposed alteration shall be the subject of a Special Resolution at a meeting of the Federal Council and shall be passed by a three-fourths majority of those present and entitled to vote.
- 4) Upon the resolution being passed by the Federal Council, the alteration shall, subject to Rule 41(1) be deemed to be incorporated in and from part of these Rules and the Statement of Objects and Purposes.
- 5) Notwithstanding the foregoing, the Rules and the Statement of Objects and Purposes of SCOA Australia may be altered by the Federal Council in the manner provided by the Rules of the Federal Council.

**42. Common seal**

- 1) The common seal of the association must be kept in the custody of the secretary.
- 2) The common seal must not be attached to any instrument except by the authority of the committee and the attaching of the common seal must be attested by the signatures either of two (2) members of the committee or of one (1) member of the committee and of the secretary.

**43. Custody of books**

- 1) Subject to the Act, the regulation and these Rules, 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.

**44. Inspection of books**

- 1) The records, books and other documents of the association must be open to inspection at a place in the ACT, free of charge, by a member of the association at any reasonable hour.

**45. Service of notice**

- 1) For these Rules, the association may serve a notice on a member by sending it to the member at the member's address, either electronic or postal, shown in the register of members.<sup>2</sup>

**46. Winding up**

- 1) Should the committee consider the winding up or dissolution of the association it shall first inform the Federal Council of this intention and the reasons for it.
- 2) Should the Federal Council agree with the proposed dissolution action, the association may be dissolved by Special Resolution at a General Meeting.
- 3) On the completion of the dissolution or the winding up the association, any surplus property and funds of the association shall be vested in the Federal Council.

-end-

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<sup>2</sup> NOTE: For how documents may be served, see the Legislation Act, pt. 19.5.

# APPENDIX 1

## Form of appointment of proxy

I,

.....  
(full name)

of

.....  
(address)

a member of SCOA Australia

appoint

.....  
(full name of proxy)

of

.....  
(address)

a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or other general meeting, as the case may be) to be held on

.....  
and at any adjournment of that meeting.

\*My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details).

.....  
.....  
.....  
.....  
.....  
.....  
.....

.....  
(Signature of member appointing proxy)

(\*To be inserted if desired.)

Date .....

Note A proxy vote may not be given to a person who is not a member of the association.