



**Goulburn Agricultural, Pastoral & Horticultural
Society Incorporated**

ABN 12 907 295 669

Constitution
Adopted 15th May 2025

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Part 1 - Preliminary

1. Name

- 1) The name of the association is **“Goulburn Agricultural, Pastoral & Horticultural Society Incorporated”** (hereinafter referred to as the “Society”).
- 2) The Society may also be referred to colloquially as the **“Goulburn AP&H Society”, “Goulburn Show Society”, or “Goulburn Show”** in public, promotional, or informal contexts. These names are recognised as alternative titles for the Society and shall be used as such.

2. Definitions

In this Constitution, unless the context requires otherwise:

- a) Definitions used in this Constitution align with the Associations Incorporation Act 2009 (NSW).
- b) "Society" means the Goulburn Agricultural, Pastoral & Horticultural Society Incorporated.
- c) "Committee" means the management committee of the Society.
- d) "Act" means the Associations Incorporation Act 2009 (NSW) and any amendments or regulations made thereunder.
- e) "ACNC" means the Australian Charities and Not-for-profits Commission.
- f) Words importing the singular include the plural and vice versa.

3. Non-profit clause

The assets and income of the Society shall be applied solely for the furtherance of its charitable purposes, and no portion shall be distributed to its members except as bona fide compensation for services rendered or expenses incurred.

4. Objects of the society

The Society is established and exists for the following purposes:

1) Advancing Agriculture and Agricultural Heritage

- Promote and support advancements in agricultural practices, innovation, and education.
- Preserve and celebrate the agricultural heritage of the Goulburn region and beyond.

2) Fostering Community Wellbeing and Engagement

- Provide opportunities for community celebration, engagement, and cultural expression through events such as the annual Goulburn Show.
- Enhance the economic and social wellbeing of the local community, fostering connections between urban and rural sectors.

3) Advancing Education

- Deliver educational programs and events aimed at increasing knowledge and skills in agriculture, horticulture, and related industries.
- Inspire and support youth involvement in agricultural activities and competitions to encourage the next generation of agricultural leaders.

4) Promoting Cultural and Recreational Activities

- Celebrate local heritage, culture, and equestrian sports through events and activities that bring the community together.
- Create opportunities for fun, learning, and participation for all ages.

5) Supporting Public Welfare and Economic Development

- Provide avenues for local businesses, farmers, and organizations to showcase their work and connect with the broader public.
- Strengthen the local economy through events that draw visitors and participants to the region.

Part 2 – Membership and patrons.

5. Membership generally

- 1) A person, body or organization is eligible to be a member of the association if:
 - a) the person is a natural person, and
 - b) the person, body or organization has been nominated and approved for membership of the association in accordance with clause 6.
- 2) A person is taken to be a member of the association if:
 - a) the person is a natural person, and
 - b) the person was:
 - i) in the case of an unincorporated body that is registered as the association - a member of that unincorporated body immediately before the registration of the association, or
 - ii) in the case of an association that is amalgamated to form the relevant association - a member of that other association immediately before the amalgamation, or
 - iii) in the case of a registrable corporation that is registered as an association - a member of the registrable corporation immediately before that entity was registered as an association.
 - iv) in the case of a body or organization that is not the association – a member nominated by that body or organisation as its sole representative in the association.
- 3) Life Members
 - a) Life member(s) may be conferred by the association by special resolution at any meeting on a person in recognition of outstanding services to the association.
 - b) A life member shall not be liable to pay annual membership fee to the association but shall be entitled to all the privileges of membership including the holding of office.
 - c) All life members on the register at the time of incorporation of the association shall continue to hold that membership.
- 4) Honorary Members

The committee may elect persons to be honorary members of the association for such period or periods as the committee may determine. Such members may take part in discussion at any meeting of the association but shall not be entitled to vote.
- 5) Patrons
 - a) The association at a general meeting may appoint a person or persons, with their prior consent, to become a patron or patrons of the association.
 - b) Patrons will actively promote and support the objectives of the association.
 - c) Patrons need not be members of the association.

6. Nomination for membership

- 1) Nomination of a person for membership of the association:
 - a) must be made by a member of the association in writing in an application form that is approved by the committee, and
 - b) must be lodged with the secretary of the association.
- 2) As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- 3) As soon as practicable after the committee makes that determination, the secretary must:
 - a) notify the nominee that the committee approved or rejected the nomination (whichever is applicable), and

- b) if the committee approved the nomination, request the nominee to pay (within the period of twenty-eight days after receipt by the nominee 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 sub-clause 3) b) 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.

7. Cessation of membership

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

- a) dies, or
- b) resigns membership, or
- c) is expelled from the association, or
- d) fails to pay the annual membership fee.

8. Membership entitlements not transferable

- 1) A right, privilege or obligation which a person has by reason of being a member of the association:
 - a) is not capable of being transferred or transmitted to another person, and
 - b) terminates on cessation of the person's membership.

9. 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 week (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 sub-clause (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.

10. Register of members

- 1) The Society shall maintain a register of members that includes:
 - a) Names
 - b) Postal addresses
 - c) Email addresses
 - d) Date of membership commencement
- 2) Members may request that their contact details, other than their name, remain private and not be available for inspection.
- 3) The register of members shall be open for inspection by a member of the association at a reasonable time, provided:
 - a) Information is only accessed for legitimate association purposes.
 - b) Members' privacy preferences are respected.
 - c) The information is not used for commercial, political, or any purpose unrelated to the association's activities.
- 4) Members may obtain a copy of their own details or those of consenting members, and the association may charge a reasonable fee for providing copies.

11. Membership fees and subscriptions

- 1) All members of the Society, except for life members and honorary members, must pay an annual membership fee, as determined by the committee.
- 2) Unless an alternate due date is set by the committee, the annual renewal membership fee is due on the 1st June each year.
- 3) A member may pay the annual renewal membership at any time between the 1st of June and the 31st August.
- 4) If the annual renewal membership is not made in terms of sub-clause 3) above, the member's membership lapses and a new application for membership will be required.
- 5) The committee may determine different membership fees for different membership categories, as deemed appropriate.
- 6) Members will be notified of any changes to membership fees at least 30 days prior to the due date of payment.

12. Limitation of members' liabilities

- 1) The liability of a member of the Society to contribute towards the payment of the debts and liabilities of the Society, or the costs, charges, and expenses of winding up, is limited to any unpaid membership fees owed by the member at the time of dissolution.
- 2) Members are not personally liable for any debts or obligations incurred by the Society beyond their outstanding membership fees.
- 3) The Society shall indemnify its members against any personal liability arising solely from their status as members, in accordance with the Associations Incorporation Act 2009 (NSW) and relevant legal protections.

13. Resolution of disputes

- 1) **Informal Resolution**
Members should first attempt to resolve disputes directly through discussion.
- 2) **Mediation**
 - a) If unresolved, the dispute shall be referred to an independent mediator agreed upon by both parties.
 - b) Mediation must be conducted within 30 days of referral.
- 3) **Arbitration**
 - a) If mediation fails, the dispute shall be resolved under the Commercial Arbitration Act 2010 (NSW).
 - b) The decision of the arbitrator shall be final and binding.

14. 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 fourteen 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 seven 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 15.
- 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 15, whichever is the later.

15. 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 14, within seven (7) days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 3) On receipt of a notice from a member under sub-clause (1), the secretary must notify the committee which is to convene a general meeting of the association to be held within twenty-eight (28) days after the date on which the secretary received the notice.
- 4) At a general meeting of the association convened under sub-clause 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 – Governance

16. Functions of the committee

The Committee shall manage the affairs of the Society in accordance with this Constitution and the Associations Incorporation Act 2009 (NSW).

The Committee has the authority to:

- Control and manage the business and affairs of the Society.
- Exercise all functions that may be exercised by the Society, other than those required to be exercised by the Society in a General Meeting.
- Perform all acts and do all things that appear to the Committee to be necessary for the proper management of the Society.

The Committee must ensure compliance with all relevant governance and financial reporting requirements set out under the Associations Incorporation Act 2009 (NSW) and ACNC regulations where applicable.

17. Composition and membership of committee

- 1) The committee is to consist of the office-bearers of the association.
- 2) The total number of committee members is to be up to twelve (12).
- 3) The office-bearers of the association are as follows:
 - a) the president
 - b) the vice-presidents
 - c) the treasurer
 - d) the secretaries
- 4) A committee member may hold up to two offices (other than both the president and vice-president offices). Each member of the committee, subject to this constitution, is to hold office until the conclusion of the annual general meeting following the date of the member's election and is eligible for re-election.

18. Election of committee members

- 1) Nominations of candidates for election as office-bearers of the association:
 - a) must be made in writing, signed by two members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - b) must be delivered to the secretary of the association at least seven (7) days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 2) A person nominated as a candidate for election as an office-bearer of the association must be a member of the association.
- 3) 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.
- 4) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- 5) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- 6) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- 7) The ballot for the election of office-bearers of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

19. Secretary

The Secretary is responsible for ensuring accurate and timely record-keeping for the Society, including:

- Maintaining minutes of all General and Committee meetings.
- Keeping records of all decisions made by the Committee.
- Maintaining the register of members as required under this Constitution.
- Ensuring all necessary filings with NSW Fair Trading and the ACNC are completed on time.
- Recording any conflicts of interest declared at meetings and ensuring these are reflected in the meeting minutes and managed properly.

20. Treasurer

The Treasurer is responsible for overseeing the financial management of the Society in compliance with NSW Fair Trading and ACNC financial reporting standards. This includes:

- Maintaining accurate financial records of all transactions, ensuring transparency and accountability.
- Preparing and presenting financial reports to the Committee and members at General Meetings.
- In consultation with the committee managing the Society's funds, ensuring that all income and expenditure align with the Society's objectives and regulatory requirements.
- Ensuring that all payments are properly authorised in accordance with Committee-approved financial policies and procedures.
- Preparing and lodging annual financial statements and reports with NSW Fair Trading and the ACNC where required.
- Ensuring the Society's compliance with tax and regulatory obligations.
- Maintaining oversight of any financial risks, providing advice to the Committee on best financial management practices, and ensuring financial sustainability.

21. Casual vacancies

- 1) A casual vacancy occurs if a Committee member:
 - a) Dies.
 - b) Resigns from office.
 - c) Becomes bankrupt or is disqualified under the Act.
 - d) Is removed from office by resolution of the Committee.
 - e) Fails to attend three consecutive committee meetings without an accepted reason.
- 2) The Committee may appoint a member of the Society to fill a casual vacancy until the next Annual General Meeting.
- 3) If a vacancy causes the number of Committee members to fall below quorum, the remaining Committee members may only act to appoint a replacement or call a general meeting.

22. Removal of committee members

- 1) The association in general meeting 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 relates to a matter referred to in sub-clause 1) makes representations in writing (not exceeding a reasonable length) to the secretary or president 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.

23. Committee meetings and quorum

- 1) The committee must meet at least three times in each period of twelve months 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 or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least twenty-four (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 sub-clause 3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 5) Any five (5) 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 or at any other appointed place or hour or date.
- 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.

24. Delegation by committee to sub-committee

- 1) The committee may 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 sub-committee must include at least one (1) management committee member.
- 3) 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.
- 4) 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.
- 5) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- 6) 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.
- 7) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- 8) A sub-committee may meet and adjourn as it thinks proper.

25. 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 sub-committee present at the meeting.
- 2) Each committee member present at a meeting of the committee or any member of any sub-committee appointed by the committee at a meeting of a sub-committee (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 23.5), 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.

26. Disclosure of interests

- 1) If a committee member has a direct or indirect interest in a matter being considered or about to be considered at a committee meeting, and the interest appears to raise a conflict with the proper performance of the committee member's duties in relation to the consideration of the matter, then the committee member must, as soon as possible after the relevant facts have come to the committee member's knowledge, disclose the nature of the interest at a committee meeting.
- 2) Particulars of any disclosure made under this section must be recorded and those records must be made available for inspection by any member of the association.
- 3) After a committee member has disclosed the nature of an interest in any matter, the committee member must not, unless the committee otherwise determines:
 - a) be present during any deliberation of the committee with respect to the matter, or
 - b) take part in any decision of the committee with respect to the matter
- 4) A contravention of this section does not invalidate any decision of the committee.

Part 4 - Meetings

27. Annual general meetings - holding of

The Society shall hold an Annual General Meeting (AGM) within six (6) months of the end of the financial year, in accordance with the Associations Incorporation Act 2009 (NSW).

28. Annual general meetings - calling of and business

- 1) The business of the AGM shall include:
 - a) Confirmation of the minutes of the previous AGM and any Special General Meetings held since then.
 - b) Presentation and adoption of the Society's annual financial report, including the Treasurer's report.
 - c) Presentation of the Committee's reports on the activities of the Society over the past year.
 - d) Election of Committee members.
 - e) Appointment of an auditor.
 - f) Any other business included in the notice of meeting.

29. Special general meetings - calling of

- 1) The committee may convene a Special General Meeting (SGM) of the association at any time to discuss urgent matters requiring member approval.
- 2) Members may request a SGM if at least 5% of financial members submit a written request to the Secretary, stating the reasons for the meeting.
- 3) A requisition of members for a SGM:
 - 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 convene a SGM to be held within one 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 SGM to be held not later than one (1) month after that date.
- 5) A SGM convened by a member or members as referred to in sub- clause 4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

30. Notice of meeting

- 1) The Secretary must give each member notice of a general meeting:
 - a) if a matter to be determined at the meeting requires a special resolution – at least twenty-one (21) days before the meeting, or
 - b) otherwise – at least fourteen (14) days before the meeting.
- 2) The notice must specify:
 - a) the place and time at which the meeting will be held, and
 - b) the nature of the business to be transacted at the meeting, and
 - c) if a matter to be determined at the meeting requires a special resolution – that a special resolution will be proposed, and
 - d) for an annual general meeting – that the meeting to be held is an annual general meeting.

- 3) The only business that may be transacted at the meeting is:
 - a) the business specified in the notice, and
 - b) for an annual general meeting – business referred to in clause 28.
- 4) A member may give written notice to the secretary of business the member wishes to raise at a general meeting.
- 5) If the secretary receives a notice under subclause 4), the secretary must specify the nature of the business in the next notice calling a general meeting.

31. Quorum for general meetings

- 1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- 2) Seven (7) members present 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 time or date 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 eight) (8) are to constitute a quorum.

32. Presiding member

- 1) The president or, in the president's absence, a vice-president, is to preside as chairperson at each general meeting of the association.
- 2) If the president and a vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

33. 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 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 sub-clauses 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.

34. Making of decisions

- 1) A question 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 five or more members present at the meeting decide that the question should be determined by a written ballot - a written ballot.
- 2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, 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.
- 3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

35. Special resolutions

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

36. 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.
- 4) A member is not entitled to vote at any general meeting of the association if the member is under eighteen (18) years of age.

37. Proxy votes not permitted

- 1) Proxy voting must not be undertaken at or in respect of any general meeting.

38. Postal, electronic or combined ballots

- 1) The Society may conduct a postal, electronic, or combined ballot for matters requiring a vote outside a general meeting, except for appeals against disciplinary actions.
- 2) The ballot shall be conducted in accordance with the Associations Incorporation Regulation 2022 (NSW) or any subsequent amendments prescribed by law.
- 3) The Committee shall determine the method, timing, and process for conducting ballots, provided they align with regulatory requirements.

39. 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-clause 1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 5 – Financial management

40. Insurance

The Society shall maintain appropriate insurance to cover its activities, assets, and liabilities.

41. Sources of funds

- 1) The Society's funds shall be derived from membership fees, donations, sponsorships, and other lawful sources. All funds shall be used in accordance with the Society's objects.
- 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 authorized deposit- taking institution account.
- 3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

42. Funds management

- 1) The Society shall establish and maintain an account with a financial institution approved by the Committee.
- 2) All income shall be deposited into the Society's account as soon as practicable without deduction.
- 3) All expenditure must be authorised by the Committee and comply with relevant financial governance standards and regulations.
- 4) Funds must be used solely for the objectives of the Society and not for the private gain of any member.
- 5) Payments shall be made by any means approved by the Committee, with at least two authorised signatories required for transactions.
- 6) The Society shall comply with all financial obligations required by the Associations Incorporation Act 2009 (NSW) and ACNC financial reporting standards.

43. Change of name, objects and constitution

1) Change of name

- a) The Society may change its name by special resolution passed at a General Meeting, in accordance with the Associations Incorporation Act 2009 (NSW).
- b) The proposed change of name must be included in the notice of the meeting provided to members.
- c) If the special resolution is passed, the Society must submit an application to NSW Fair Trading for approval of the name change, as required by law.
- d) Upon approval by NSW Fair Trading, the Society must notify all relevant government authorities including if applicable the Australian Charities and Not-for-profits Commission (ACNC) within the required timeframe to ensure compliance with its charitable status.
- e) The new name shall take effect upon formal confirmation from both NSW Fair Trading and if applicable from the ACNC.

2) Change of objects

- a) The Society may change its objects by special resolution in accordance with the Associations Incorporation Act 2009 (NSW) and must notify the ACNC if it is a registered charity.
- b) Any change to the Society's objects must not alter its charitable purpose or affect its eligibility for registration with the ACNC unless specifically approved by the ACNC.
- c) If an amendment to the objects could impact the Society's charitable status, the Committee must obtain ACNC approval before implementing the change.

3) Change of Constitution

- a) Amendments to this Constitution may only be made by special resolution passed at a General Meeting.
- b) Any amendments must be lodged with NSW Fair Trading and, where applicable, the ACNC within the required notification period.
- c) Amendments must not contravene the requirements for continued ACNC registration, and the Society must ensure compliance with all ACNC governance standards.

- d) If an amendment affects the Society's eligibility for tax concessions or deductible gift recipient (DGR) status, the Committee must seek ACNC guidance and approval before proceeding.

44. Accounts and auditing

- 1) The Society shall maintain accurate and complete financial records of all transactions, in accordance with the Associations Incorporation Act 2009 (NSW) and ACNC financial governance standards.
- 2) The Society's financial records shall be reviewed and audited as required by applicable legislation or at the discretion of the Committee to ensure transparency and accountability.
- 3) The Treasurer shall be responsible for preparing and maintaining financial reports, ensuring compliance with regulatory requirements, and submitting any required financial reports to the ACNC and/or NSW Fair Trading within the prescribed time frames.
- 4) The Society shall provide financial reports and related documents for inspection by members upon request, subject to any reasonable restrictions imposed by the Committee to protect confidential or sensitive information.
- 5) A member may obtain a copy of financial records or minutes of meetings upon written request to the Committee, and the Society may charge a reasonable fee for providing copies.
- 6) The Society shall ensure that financial statements and reports are submitted to the appropriate authorities within the prescribed deadlines to maintain good standing with NSW Fair Trading and the ACNC.

45. Financial year

The Society's financial year shall commence on 1st June and conclude on 31st May.

Part 6 – Winding up

46. Distribution of surplus assets

Upon winding up, surplus assets shall be transferred to a charity or an association with similar purposes, as determined by the Committee and in compliance with the Act.

Part 7 – Miscellaneous

47. Methods of communication

- 1) The Society may communicate with members via:
 - a) Personally delivered
 - b) Email
 - c) Postal mail
 - d) SMS or other electronic messaging platforms
 - e) Digital newsletters
 - f) The Society's website or other online portals
 - g) Social media platforms where appropriate
- 2) Members must ensure their contact details are up to date and notify the Committee of any changes to their preferred method communication.

48. Service of notices

- 1) Any notice required to be given under the Constitution may be sent by:
 - a) Delivering to the person personally;
 - b) Email to the last known email address of the recipient;
 - c) Postal mail to the last known physical or mailing address of the recipient;
 - d) SMS or other electronic messaging services where the member has opted in;
 - e) Publishing on the Society's official website or member portal, where appropriate.
- 2) A notice is deemed to have been given:
 - a) If sent via email – on the day it was sent, unless a delivery failure notice is received;
 - b) If sent by post – three (3) business days after posting;
 - c) If sent via SMS or electronic messaging – on the day it was sent, unless undelivered;
 - d) If published on the website or member portal – on the date of publication.
- 3) Notices relating to general meetings, special resolutions, or changes to the Constitution must be provided in accordance with the required notice periods outlined in this Constitution.
- 4) The Committee may determine the most effective and accessible method for sending notices, ensuring compliance with legal and governance requirements.

49. Compliance with laws

- 1) The Society shall comply with all requirements of the Associations Incorporation Act 2009 (NSW) and, as applicable, the Australian Charities and Not-for-profits Commission (ACNC).

50. Notification to ACNC

- 1) The Society, if applicable, shall notify the Australian Charities and Not-for-profits Commission (ACNC) within the prescribed 30-day period of any changes to its Constitution, responsible persons, or other reportable matters as required by the ACNC Act.