

# **Associations Incorporation Act 1985**

## **Constitution of Southern Vales Community Radio Inc.**

**As adopted at an Inaugural General Meeting held on 27 March 2013.**

### **1. NAME**

The name of the Incorporated Association is Southern Vales Community Radio Incorporated.

### **2. DEFINITIONS**

In these Rules unless the context requires otherwise:

**‘Annual General Meeting’** means the Annual General Meeting of the Association as described in Rule 17;

**‘Association’** means the Southern Vales Community Radio Incorporated;

**‘Board’** means the Board of Directors of the Association;

**‘Casual Vacancy’** means a position on the Board that is declared vacant pursuant to Rule 10 (142) and includes such position at the next Annual General Meeting if relevant;

**‘CBAA’** means the Community Broadcasting Association of Australia Limited (ACN 003 108 030);

**‘Director’** means a member of the Board;

**‘Financial Year’** means the financial year of the Association as defined in Rule 12;

**‘Honorary Life Member’** means an Honorary Life Member of the Association as set out in Rule 5;

**‘Junior Member’** means a Member of the Association under the age of 14 as set out in Rule 5;

**‘Life Member’** means a Life Member of the Association as set out in Rule 5;

**‘Life Membership Fee’** means the Life Membership Fee determined by the Board in accordance with Rule 6;

**‘Meeting’** means an Annual General Meeting or Special General Meeting of Members of the Association convened in accordance with these Rules;

**‘Member’** means an Ordinary Member, a Life Member or an Honorary Life Member of the Association;

**‘Ordinary Member’** means an ordinary Member of the Association as set out in Rule 5;

**‘Ordinary Membership Fee’** means the Ordinary Membership Fee determined by the Board in accordance with Rule 6;

**‘Rules’** means this Constitution, **‘Rule’** means a Rule of this Constitution, and **Sub-Rule** means a sub-rule of a Rule;

**‘Special Resolution’** means a resolution at a Meeting dealing with changes to all or any of the Rules, or, with the distribution of the assets of the Association, or with any other matter where the Act requires a Special Resolution and to be adopted shall require seventy five per cent of Members present at the Meeting to be in favour;

**‘Term of Office’** and **‘Term’** means two successive years;

Unless otherwise stipulated **‘the Act’** means the Associations Incorporations Act, 1985;

**‘Year’** means the period between two successive Annual General Meetings.

### **3. OBJECTS AND PURPOSES**

- (1) To operate as a Community Broadcaster;
- (2) To actively promote and support the appreciation of music, art and culture;
- (3) To support a knowledge and understanding of science and the environment;
- (4) To encourage and engage with the community through broadcasts and other activities;
- (5) To purchase or lease property, equipment and materials necessary to operate the said station;
- (6) To raise funds to support the operation of said station;
- (7) To train, and provide services for training of any Members involved in the preparation and broadcasting of programmes;
- (8) To maintain an appropriate community broadcasting licence from the relevant authority;
- (9) To subscribe to the Objects of Community Broadcasting (as set by the Community Broadcasting Association of Australia, or its successors) and associated Codes of Practice;
- (10) To do such all other acts and things as are or may be incidental or conducive to the attainment or furtherance of any objects, or the exercise of any of the powers of the Association including associating or affiliating with other kindred bodies.

#### **4. POWERS**

The Association shall have all the powers conferred by Section 25 of the Act.

#### **5. MEMBERSHIP**

- (1) Membership shall consist of the following categories: Ordinary Member, Junior Member, Life Member, and Honorary Life Member. Except as provided by these rules, the rights and responsibilities of membership shall be the same for all categories of membership.
- (2)
  - (a) Ordinary Membership shall be available to natural persons and to bodies corporate. Life Membership and Honorary Life Membership shall only be available to natural persons.
  - (b) Ordinary Members below the age of 14 at the date of application will be admitted as Junior Members.
- (3) Ordinary Members and Life Members may:
  - (a) pay the Ordinary Membership Fee or the Life Membership Fee as the case may be;
  - (b) in addition choose to make a donation to the Association when paying the Membership Fee in recognition of which their Membership may be given such distinguishing titles as the Board may determine;
- (4) Application for Ordinary Membership or Life Membership shall be made in writing, signed by the applicant or in the case of a body corporate, by a relevant authorised officer, and shall be in such form as the Board shall prescribe from time to time, and lodged with the Secretary of the Association. The Secretary shall refer the application to the next meeting of the Board for ratification. The applicant may be rejected only if:
  - (a) there are reasonable grounds to believe that the applicant would not abide by the Community Broadcasting Code of Practice, or
  - (b) required by law, or
  - (c) the applicant has been convicted of an indictable offence, or
  - (d) there are reasonable grounds to believe that the applicant would not abide by the Rules and Objectives of the Association, or
  - (e) there are reasonable grounds to believe that the applicant would pose a security risk to the Members or premises of the Association.
- (5)
  - (a) Any person whose application is rejected, the determination of the Board and the grounds on which the rejection is based shall be communicated to the applicant within three days of the determination. The applicant shall then be given the

opportunity to be heard or to make a written submission to (or both) the next meeting of the Board to put their case for acceptance of their application.

- (b) If at that subsequent meeting of the Board, the Board's decision is upheld, the applicant will have no further course of appeal, but may reapply for membership no earlier than twelve months from the date of the Board's original decision.
- (6) A person who has been expelled from the Association pursuant to Rule 9 shall not be permitted to become a Member except with the permission of the Association in general meeting.
- (7) Subject to Rule 5 (6), upon an application being ratified by the Board the Secretary shall, with as little delay as possible, notify the applicant in writing that they have been approved for membership of the Association, and upon receipt of the sum payable by or on behalf of the applicant as the first year's subscription, shall enter the applicant's name in the register of Members to be kept by the Secretary, whereupon the applicant becomes a Member of the Association.
- (8) Where a Member is a body corporate it shall appoint a person (who need not be a Member of the Association) to act on its behalf in respect of its Membership and may vary such appointment as it sees fit. Evidence of such appointment shall be under its seal or in such other form acceptable to the Board.
- (9) A natural person who is an Ordinary Member may become a Life Member at any time by payment of the Life Membership Fee.
- (10) In recognition of exceptional service to the Association over a considerable period, an Annual General Meeting, upon receiving a recommendation from the Board, may make a Member who is a natural person an Honorary Life Member of the Association.
- (11) A Register of Members shall be kept and shall contain:
  - (a) the name and address, both postal and electronic as applicable, of each Member;
  - (b) each Member's category of membership, including any distinguishing title determined by the Board;
  - (c) the date on which each Member was admitted to the Association.
- (12) Membership shall confer the following benefits:
  - (a) The right to attend and vote at Meetings and in elections for the Board, except for Junior Members who may not vote.
  - (b) The right to receive a Members' Newsletter or other like printed material as published by the Association from time to time.
  - (c) Except where the Member is a body corporate, the right to apply to be a Volunteer for the Association.

## **6. SUBSCRIPTIONS**

- (1) The Ordinary Membership Fee and the Life Membership Fee (inclusive of GST) shall be as determined from time to time by the Board provided that the Life Membership Fee shall not be less than 10 times the Ordinary Membership Fee.
- (2) In addition to determining the Ordinary Membership Fee and Life Membership Fee, the Board may determine a scheme of distinguishing titles for recognising the contributions of those Members who make donations to the Association when paying their Membership Fees. Further, for the purpose of determining Ordinary Membership Fees, the Board may establish categories of Ordinary Member and determine separate Ordinary Membership Fees for each such category.
- (3) The Ordinary Membership Fee shall be due from and payable by Ordinary Members annually.
- (4) The Life Membership Fee shall be due from and payable by Life Members once only.
- (5) Honorary Life Members shall not be required to pay membership fees.
- (6) Any Ordinary Member whose subscription is outstanding for more than two months after the due date for payment shall cease to be a Member of the Association, provided always that the Board may reinstate such a person's membership on such terms as it sees fit.

## **7. RESIGNATION**

A Member may resign from membership of the Association by giving written notice thereof to the Secretary or Public Officer of the Association.

## **8. SUSPENSION OF A MEMBER**

- (1) The Board may resolve to suspend a Member for a period of up to 12 months upon considering an allegation that the Member has acted in a manner detrimental to the interests of the Association.
- (2) Particulars of the charge shall be communicated in writing to the Member at least one month before the meeting of the Board at which the matter will be determined. The Member shall be given the opportunity to be heard at or to make a written submission to (or both) the meeting of the Board that considers the allegation.
- (3) The determination of the Board and the grounds on which the determination is based shall be communicated in writing to the Member, and in the event of an adverse determination such communication shall provide for the Member to appeal the determination.

- (4) It shall be open to a Member to appeal to the Association in general meeting against the suspension. The intention to appeal shall be communicated to the Secretary or Public Officer of the Association within one week after the determination of the Board has been communicated to the Member.
- (5) In the event of an appeal under Sub-Rule (4) the appellant's membership of the Association shall not be suspended unless the determination of the Board to suspend the Member is upheld by the Members of the Association in general meeting after the appellant has been heard, and in such event membership will be suspended at the date of the general meeting at which the determination of the Board is upheld.
- (6) In the event that the Member does not appeal the determination of the Board, the Member shall be suspended as a Member one week after the Board has communicated its determination to him/her.

## **9. EXPULSION OF A MEMBER**

- (1) The Board may resolve to expel a Member upon considering an allegation that the Member has acted in a manner detrimental to the interests of the Association.
- (2) Particulars of the charge shall be communicated in writing to the Member at least one month before the meeting of the Board at which the matter will be determined. The Member shall be given the opportunity to be heard at or to make a written submission to (or both) the meeting of the Board that considers the allegation.
- (3) The determination of the Board and the grounds on which the determination is based shall be communicated in writing to the Member, and in the event of an adverse determination such communication shall provide for the Member to appeal the determination.
- (4) It shall be open to a Member to appeal to the Association in general meeting against the expulsion. The intention to appeal shall be communicated to the Secretary or Public Officer of the Association within one week after the determination of the Board has been communicated to the Member.
- (5) In the event of an appeal under Sub-Rule (4) the appellant's membership of the Association shall not be terminated unless the determination of the Board to expel the Member is upheld by the members of the Association in general meeting after the appellant has been heard, and in such event membership will be terminated at the date of the general meeting at which the determination of the Board is upheld.
- (6) In the event that the Member does not appeal the determination of the Board, the Member shall cease to be a Member one week after the Board has communicated its determination to him/her.

## 10. THE BOARD OF DIRECTORS

- (1) The affairs of the Association shall be managed and controlled exclusively by a Board of Directors, who in doing so, will act in the best interests of the Association.

### *Powers of the Board*

- (2) In addition to any powers and authorities conferred by these Rules, the Board may exercise all such powers and do all such things as are within the Objects of the Association, and are not by the Act or by these Rules required to be done by the Association in general meeting.
- (3) Without limiting the generality of Sub-Rule (2), the Board:
  - (a) shall appoint a Public Officer as required by the Act;
  - (b) shall, each year, appoint an auditor to verify the accounts of the Association;
  - (c) shall, each year, appoint a Returning Officer, who shall then not be eligible to be a candidate in such elections, to conduct the annual elections of the Board;
  - (d) shall have the power to appoint such officers (whether in a voluntary or employed capacity) as are required to carry out the Objects of the Association and may delegate any of its powers to such officers;
  - (e) shall decide the conditions of volunteering and may vary them from time to time;
  - (f) may consult with Volunteers on the operation of the Association in whatever way it sees fit;
  - (g) may determine appropriate means of recognising the contributions of Volunteers individually and collectively in the operation of the Association;
  - (h) has the power to make standing orders that will operate at all meetings.

### *Composition of the Board*

- (4) The Board shall comprise eight Directors, namely a Chair, Deputy Chair, Secretary, Treasurer and four Ordinary Directors, or, in the case of the Board exercising Sub-Rule (13) (b), five Ordinary Directors, all of whom shall be Members of the Association.

### *Term of Office of Directors*

- (5) (a) At each Annual General Meeting four Directors whose term of office has expired shall retire.

- (b) In the first year of the Association the four retiring positions shall be selected by the Board from among their own number.
- (6) A Director whose position is declared vacant at an Annual General Meeting is eligible to stand for re-election.

*Election of Directors*

- (7) Not less than 14 days before nominations close, the Board will appoint a Returning Officer who will have total responsibility for the conduct of the election and subsequent appointment of the Directors.
- (8) The Returning Officer shall call for nominations by written notice to all Members given not less than seven days before the date on which nominations will close.
- (9) Nominations for election to the Board shall be on a form prescribed by the Board, shall be signed by two currently financial Members (other than a Member standing for election). The Member standing for election may also include a brief statement, not exceeding 100 words, in support of their nomination.
- (10)
  - (a) If, at the close of nominations, there are no more nominations than required to fill any relevant vacancy or vacancies (including any Casual Vacancy or Vacancies), the Returning Officer shall report accordingly in notices convening the Annual General Meeting and the Member presiding at that meeting shall declare such persons duly elected to the positions for which they have nominated.
  - (b) If, at the close of nominations, there are insufficient nominations to fill any relevant vacancy or vacancies (including any Casual Vacancy or Vacancies), the Returning Officer shall report accordingly in notices convening the Annual General Meeting and those present at the Annual General Meeting shall elect eligible Members to fill those vacancies.
  - (c) If, after the Annual General Meeting there are still vacancies, then such vacancies shall be treated by the Board as Casual Vacancies.
- (11) If, at the close of nominations, there are more nominations than are required to fill any relevant vacancy or vacancies (including any Casual Vacancy or Vacancies) then an election shall be held to fill those vacancies subject to the following:
  - (a) any statements provided by candidates pursuant to Sub-Rule (9) shall be included with the ballot papers;
  - (b) a secret ballot shall be conducted by the Returning Officer on the basis of one vote per membership;
  - (c) any candidate shall be entitled to appoint another Member as a scrutineer who shall be entitled to be present to observe the counting of votes;



- (d) ballot papers, initialled by the Returning Officer (or delegated Member) shall be provided to all Members eligible to vote at the Annual General Meeting at which the voting is conducted;
- (e) Members may vote for as few or as many candidates as they wish;
- (f) votes shall be opened and counted in the presence of any scrutineers appointed by the candidates
- (g) a Member shall be entitled to appoint in writing a natural person who is also a Member of the Association to be their proxy, and attend and vote at any general or extraordinary meeting of the Association.
- (h) the four candidates with the greatest number of votes will be elected as Directors;
- (i) if there are two or more candidates with the same number of votes and only one position remaining, the Returning Officer shall draw lots to determine which candidate is elected
- (j) the ballot shall be completed so the results can be announced at the Annual General Meeting and the successful candidates formally appointed to the Board by the Returning Officer.

*Elections at meetings other than the Annual General Meeting*

- (12) At meetings, other than the Annual General Meeting, where an election of Directors is required the procedures for the election will be the same as for an Annual General Meeting.

*Election of Office Bearers*

- (13) A Director whose position is declared vacant at an Annual General Meeting is eligible to stand for re-election.
  - (a) The Board shall appoint Office Bearers from among their number;
  - (b) The Board shall have the power, at its option, to co-opt a Treasurer who must be a Member of the Association, and who will be a non-voting member of the Board;
  - (c) The Board may, at its option, appoint a Minutes Secretary who must be a member of the Association, and who will be a non-voting member of the Board.

### *Casual Vacancies*

- (14) The office of a Director shall become vacant if a Director:
  - (a) dies;
  - (b) resigns in writing to the Secretary or, in the case of the Secretary, to the Chair, with resignation to take effect when tendered;
  - (c) is disqualified by the Act;
  - (d) is suspended or expelled under these Rules;
  - (e) is permanently incapacitated by ill health for a period likely to exceed the term of office;
  - (f) is absent without apology or leave of absence for more than three consecutive Committee meetings, or more than three consecutive Board meetings during their term of office;
- (15) Where a Casual Vacancy occurs in a position of Director by virtue of the adoption of Sub-Rule (14)(b) or (14)(c), the Board may appoint any Member to serve in that capacity until the Annual General Meeting next occurs.
- (16) Where, in accordance with Sub-Rule (13), a Casual Vacancy is being filled at an Annual General Meeting in a position that would not ordinarily have been vacant due to the adoption of Sub-Rule (5)(a) or (5)(b), the Member elected to that position shall hold office in that position for a Term of one year only.

## **11. PROCEEDINGS OF BOARD**

- (1) The Board shall meet together for the dispatch of business at least 10 times per year at intervals of not more than two months.
- (2) A minimum of three days notice will be given of all Board meetings
- (3) A quorum for a meeting of the Board shall be five Directors present.
- (4) If within thirty minutes after the time appointed for the Meeting a quorum is not present, the Meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the Meeting the Directors present shall form a quorum.
- (5) Resolutions of the Board may be conducted by electronic mail, but must be ratified at the next meeting of the Board;
- (6) Any business conducted by electronic mail must include all Members of the Board;

- (7) Motions proposed at any meeting shall be decided by a majority of votes of those present, and in the event of equality of votes the motion shall be resolved as not carried.
- (8) A Director having a pecuniary or other interest in any matter under consideration by the Board must disclose that interest to the Board prior to any discussion of such interest or matter, and shall absent himself or herself from that part of any Board meeting where that matter is discussed:
  - (a) if required by the Act; and
  - (b) in other cases, unless the Board otherwise decides, provided that the reasons for such decision are recorded in the Minutes of the meeting.

## **12. FINANCIAL YEAR**

The Financial Year of the Association shall end on 30th June each year.

## **13. BORROWING POWERS**

- (1) Subject to any borrowing limits, the Association may borrow money from banks or other financial institutions upon such terms and conditions as the Board sees fit, and may secure the repayment thereof by charging the property of the Association.
- (2) Borrowing limits will be established from time to time by the membership at general meeting.
- (3) Subject to Section 53 of the Act the Association may invite and accept deposits of money from any person on such terms and conditions as may be determined by the Board from time to time.

## **14. REAL PROPERTY**

The Board shall not purchase or sell Real Property without the prior approval of two thirds of the membership present given in general meeting.

## **15. RULES**

- (1) Once registered as required by the Act these Rules and any amendments thereto shall bind the Association and every Member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by the provisions thereof.
- (2) These Rules may be altered (including an alteration to the name of the Association) or rescinded and replaced by substituted rules through the adoption of a Special Resolution at any Meeting.

## **16. THE SEAL**

- (1) The Association shall have a common seal upon which its corporate name shall appear in legible characters.
- (2) The seal shall not be used without the express authorisation of the Board, and every use of the seal shall be recorded in the minute book of the Association. The affixing of the seal shall be witnessed by the Chair or their nominee, and the Secretary or their nominee.
- (3) The seal shall be kept in the custody of the Secretary or such other person as the Board may from time to time decide.

## **17. MEETINGS**

- (1) The Annual General Meeting of the Association shall be held no more than 3 months after the end of each Financial Year.
- (2) The purposes of the Annual General Meeting shall be:
  - (a) to consider a report from the Board on the operation of the Association during the Financial Year just ended;
  - (b) to consider the audited financial statements of the Association for the Financial Year just ended;
  - (c) to conduct an election of Members to fill positions on the Board becoming vacant in accordance with these Rules;
  - (d) to appoint auditors as specified by the Act;
  - (e) to deal with other business of which proper notice has been given in the notice calling the Annual General Meeting;
  - (f) to respond to questions from Members.
- (3) A Special General Meeting of the Association may be called by the Board at any time and shall be called within 28 days of a requisition setting out the purposes of the meeting and signed by at least 20 Members or 15 per cent of the total number of Members (whichever is the lesser).
- (4) Where the Board fails to convene a Special General Meeting in response to a requisition as required by Sub-Rule (3):
  - (a) those signing the requisition, or any subset thereof, may convene the meeting in accordance with this Rule and at the expense of the Association;
  - (b) for this purpose the Board shall make available the names and addresses of all Members.

- (5) At least twenty-eight days notice, and in the case of a Special General Meeting requisitioned by Members not more than forty two days notice, of any meeting shall be given to all Members. The notice shall set out the time and place of the Meeting and the nature and order of business to be transacted.
- (6) Any notice required to be given to Members pursuant to this rule shall be by electronic mail or ordinary post to the address appearing in the Register of Members and shall be deemed to have been received on the second business day after the date of sending or posting.
- (7) Notice of any meeting will be broadcast daily by the Association for the notice period and this will constitute the giving of public notice;
- (8) Prior to commencement of broadcasting notice of meetings will be published in the Public Notices section of the local press.
- (9) All Members are entitled to attend meetings. Non-members may only attend when permitted by the Meeting.

## **18. PROCEEDINGS AT MEETINGS**

- (1) Twenty Members present shall constitute a quorum at any Meeting and no business shall be transacted unless a quorum is present.
- (2) If within thirty minutes after the time appointed for the Meeting a quorum is not present, a meeting convened upon requisition of Members (pursuant to Sub-Rules 17(3) or 17(4) shall lapse. In any other case, the Meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the Meeting the Members present shall form a quorum.
- (3) The Chair or if the Chair is not present or declines to take or retires from the chair, then the Deputy Chair or if the Deputy Chair is not present or declines to take or retires from the chair, a Member chosen by the Meeting shall preside at every Meeting.
- (4) The Member presiding at a Meeting at which a quorum is present may with the consent of the Meeting, and shall if so directed by the meeting, adjourn from time to time and from place to place, but no business shall be transacted at any adjourned Meeting other than the business left unfinished at the Meeting from which the adjournment took place.
- (5) When a Meeting is adjourned for 30 days or more, notice of the adjourned Meeting shall be given as if that meeting were an original Meeting of Members.
- (6) A majority of Members present, or in the case of a Special Resolution, seventy five per cent of Members present, in favour of a resolution shall be required for the resolution to be adopted.
- (7) A resolution put to a vote shall be decided on a show of hands, and a declaration by the Member presiding at the Meeting that a resolution has been carried or lost, shall, unless

a poll is demanded, be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.

- (8) If a poll is demanded by the Member presiding at the Meeting or by three or more Members, it shall be taken in such manner as the Member presiding directs. The result of such poll shall be the resolution of the Meeting.
- (9) A poll demanded on the election of a Member presiding at a meeting or on any question of adjournment, shall be taken at the meeting and without adjournment.
- (10) Except for procedural matters, only business the nature of which has been included in the notice of the General Meeting shall be transacted.

## **19. MINUTES**

- (1) Proper minutes of all proceedings of Meetings of the Association and of meetings of the Board, shall be entered within one month after the relevant meeting in minute books kept for the purpose.
- (2) The minutes kept pursuant to this Rule shall be signed by the Member presiding at the Meeting at which the proceedings took place or by the Member presiding at the next succeeding Meeting.
- (3) Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the Meeting was convened and duly held, that all proceedings held at the Meeting shall be deemed to have been duly held, and that all appointments made at a Meeting shall be deemed to be valid.
- (4) The minute books will be made available for inspection by a Member upon the request of that Member.

## **20. ACCOUNTS**

- (1) The Association shall keep such bank accounts and accounting records as are necessary to record accurately and explain correctly the financial transactions and financial position of the Association and the Board shall cause these accounts to be audited annually.
- (2) All financial statements provided to the Board for its regular meetings will be made available for inspection by a Member upon a request of that Member.

## **21. PUBLIC FUND**

The Association may establish an account under the title ‘Southern Vales Community Radio Public Fund’ for the purpose of seeking and receiving donations, gifts and bequests from members of the public, such fund to be administered by the Board or nominees thereof. Donations to the Public Fund may only be used to further the objects and purposes of the Association.

## **22. WINDING UP**

The Association may be wound up in the manner provided for in the Act.

## **23. APPLICATION OF SURPLUS ASSETS**

- (1) If after the winding up of the Association there remains ‘surplus assets’ as defined in the Act, such surplus assets shall not be paid to or distributed among the Members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under the Act and these rules.
- (2) For the purpose of Sub-Rule (1) the institution or institutions to which surplus assets shall be distributed and the amounts to be distributed to each such institution or institutions shall be determined by Special Resolution at a Meeting of the Association.
- (3) If upon the winding-up or dissolution of the public fund listed on the Register of Cultural Organisations, there remains after satisfaction of all its debts and liabilities, any property or funds, the property or funds shall not be paid to or distributed among its Members, but shall be given to or transferred to some other fund, authority or institution having objects similar to the objects of this public fund, and whose rules shall prohibit the distribution of its or their income among its or their members, such fund, authority or institution to be eligible for tax deductibility of donations under Subdivision 30-B, section 30-100 of the Income Assessment Act 1997 (the Act) and listed on the Register of Cultural Organisations, maintained under the Act.
- (4) For the purpose of Sub-Rule (3) the fund, authority or institution to which the remaining property or funds is to be transferred shall be determined by Special Resolution at a Meeting of the Association.

## **24. NON-PROFIT**

The income and property of the Association, however derived, shall be applied solely towards the promotion of the objects and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus or otherwise, to any present or past Member of the Association. Nothing in this Rule shall prevent the reimbursement of expenses incurred with the authority of and on behalf of the Association.