

CONSTITUTION OF THE AMATEUR FISHERMEN'S ASSOCIATION OF THE NT INC.

PART 1 – PRELIMINARY

1. Name

The name of the incorporated association is: **THE AMATEUR FISHERMEN'S ASSOCIATION OF THE N.T. INC. (AFANT)**

2. Objects and purposes

- (1) In line with AFANT's mission statement — **To represent recreational fishing in the NT and ensure the quality of our sport** — The objects and purposes will be:
- (a) To represent the interests of recreational and sport fishing in the Northern Territory;
 - (b) To act as an advisory body for recreational and sport fishers in the Northern Territory;
 - (c) To further the aims, objectives and value of recreational and sport fishing in the Northern Territory;
 - (d) To promote recreational and sport fishing in the Northern Territory;
 - (e) To co-operate with all research organisations and other bodies whose aims and objectives are to further the knowledge of fish species and their environments;
 - (f) To make public scientific and recreational information that is of interest to recreational and sport fishers;
 - (g) To provide a forum for recreational and sport fishers;
 - (h) To actively participate in the drafting of rules and regulations of concern to recreational and sport fishing;
 - (i) To liaise constructively with commercial fishing organisations on matters of mutual interest;
 - (j) To liaise with other groups and bodies holding similar interests;
 - (k) To take an active interest in any environmental issues that may be raised in conjunction with recreational and sport fishing;
 - (l) To send representatives to seminars, conferences and discussion groups in relation to recreational and sport fishing;
 - (m) Maintain, and where possible, increase access to recreational and sport fishing;
 - (n) Promote recreational fishing as a sport in the NT;
 - (o) Assist in the promotion of recreational and sport fishing related tourism;
 - (p) Encourage youth participation in recreational and sport fishing;
 - (q) Encourage the Government to further develop the recreational and sport fishing industry in the Northern Territory.
 - (r) Establish and maintain communication and discussion with relevant government agencies, ministers and departments at all levels of government.
 - (s) Develop an educational program for recreational and sport fishing in NT.

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- (t) Promote legal and ethical recreational and sport fishing practices;
 - (u) Promote scientific research, conservation and management of fish, their environment and ecology.
 - (v) To do all such acts and things that may be deemed as necessary in order to achieve the above objectives.
- (2) These objects and purposes will be taken to be part of this constitution and the procedure for altering them will be the same as for constitutional changes as set out in Clause 8.

3. Minimum number of members

AFANT must have at least five members.

4. Definitions

In this Constitution, unless the contrary intention appears –

"Act" means the *Associations Act* and regulations made under that Act;

"Executive" means the elected office bearers of the Association — President, Vice President, Secretary, Treasurer and Assistant Secretary/Treasurer;

"Elected Committee" means the Executive and the six elected committee members;

"Committee" means the general committee of the Association made up of the Executive, six elected committee members, one representative nominated by each club affiliated with the Association and one representative nominated by each association member of the Association;

"Financial Institution" means an authorised deposit-taking institution within the meaning of section 5 of the *Banking Act 1959* of the Commonwealth.

PART 2 – CONSTITUTION AND POWERS OF ASSOCIATION

5. Powers of Association

- (1) For achieving its objects and purposes, the Association has the powers conferred by sections 11 and 13 of the Act.
- (2) Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects or purposes, and in particular, may –
- (a) acquire, hold and dispose of real or personal property;
 - (b) open and operate accounts with financial institutions;
 - (c) invest its money in any security in which trust monies may lawfully be invested;
 - (d) raise and borrow money on the terms and in the manner it considers appropriate;
 - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - (f) appoint agents to transact business on its behalf; and
 - (g) enter into any other contract it considers necessary or desirable.

6. Effect of constitution

This Constitution binds every member and the Association to the same extent as if every member and the Association had signed and sealed this Constitution and agreed to be bound by it.

7. Inconsistency between constitution and Act

If there is any inconsistency between this Constitution and the Act, the Act prevails.

8. Altering the constitution

- (1) The Association may alter this Constitution by special resolution but not otherwise.
- (2) If the Constitution is altered, the public officer must ensure compliance with section 23 of the Act.
- (3) Proposals to alter the Constitution may be initiated:
 - (a) By resolution of a simple majority of the Elected Committee members present at a duly convened Committee meeting; or
 - (b) By petition signed by 20 financial Principal Members delivered to the Secretary.
- (4) Notification of proposed alteration shall be by way of an appropriate newspaper "Public Notice". Such advertisement to include details of proposed change, reasons (where not self-evident), contact number for further information, proposed date of effect, address and closing date for responses (being not less than fourteen (14) days of the advertisement).
- (5) Ratification of the alternation shall be by:
 - (a) Two thirds majority of Elected Committee members present at a duly convened Committee meeting; or
 - (b) A simple majority of financial Principal Members present at a duly convened Annual or Special General Meeting.

PART 3 – MEMBERS

Division 1 – Membership

9. Classes of membership and voting rights

The association will have the following classes of membership:

- (1) "Principal Member"– available to 'Amateur Fishermen' as defined in the Fisheries Act NT. Financial Principal members have full voting rights.
- (2) "Family Members" – immediate members of a Principal member's family who are amateur fishers. Family members have no voting rights.
- (3) "Life Member" – membership available to persons at the discretion of the AFANT Elected Committee in accordance with Clause 13. Life members have full voting rights.
- (4) "Club Affiliate" – a member of a club affiliated to AFANT whose annual fee is paid on their behalf by their club. Voting rights remain with the Club. See Clause 51 (3).
- (5) "Association Member" – available to parent association bodies involved in the recreational and sport fishing industry. Association Members have no voting rights.

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- (6) "Industry Member" – available to individuals or companies associated with the recreational and sport fishing industry. Industry members have no voting rights.
- (7) "Corporate Member" – available to corporations or organisations not associated with the recreational and sport fishing industry but who wish to support AFANT and its endeavours. Corporate members have no voting rights.
- (8) "Junior Member – available to young people 15 years and younger at the discretion of the AFANT Committee. Junior membership will usually be offered to young people completing a recreational fishing training program conducted by an affiliated club or other competent organisation.

10. Application for membership

- (1) To apply to become a Principal Member of the Association a person must submit a written application for membership to the Committee in a form approved by the Committee.
- (2) To apply to become an Affiliated Club or Association Member of the Association a club or association must submit a written application for membership to the Committee in a form approved by the Committee.

11. Approval of Executive

- (1) The Executive must consider any application made under clause 10 at the next available Executive meeting and must accept or reject the application at that meeting or the next.
- (2) If an application is rejected, the applicant may appeal against the decision by giving notice to the Secretary within 14 days after being advised of the rejection.
- (3) If an applicant gives notice of an appeal against the rejection of his, her or its application, the Executive must reconsider the application at the next Executive meeting after receipt of the notice of appeal.
- (4) If after reconsidering an application the Executive reaffirms its decision to reject the application, the decision is final.

12. Membership term and year

Membership will be renewable annually and shall fall due on the anniversary of the date the member joined.

13. Life membership

The Elected Committee may, by unanimous vote, confer honorary Life Membership to any member or past member whom it feels deserving of such recognition.

14. Annual membership fees

- (1) The annual membership fee for Principal, Club Affiliate and Association Members, is the amounts determined from time to time by resolution at a general meeting.
- (2) Each Principal Member must pay the annual membership fee to the Treasurer on the anniversary of the date the member joined.

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- (3) Each affiliated club and association must pay the membership fee by the first day of each financial year or another date determined by the Committee from time to time.
- (4) A Principal Member whose subscription is not paid within two months after the due date ceases to be a member unless the Committee determines otherwise.
- (5) Club Affiliate and Association Members whose clubs and associations have failed to pay the subscription within two months after the due date cease to be members unless the Committee determines otherwise

Division 2 – Rights of members

15. General

- (1) Subject to clause 14(2), a Principal Member may exercise the rights of membership when his or her name is entered in the register of members.
- (2) A right of membership of the Association –
 - (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates on the cessation of membership whether by death, resignation or otherwise.
- (3) Subject to Clause 14 (3) Club Affiliate and Association Members may exercise the rights of Club Affiliate and Association membership when the club or association name is entered in the register of Club and Association members.

16. Rights, obligations and liability of members

- (1) The property of AFANT shall belong to the members.
- (2) No member shall, by reason of membership, have any transmissible or assignable interest in the property of the Association whether by operation of the law or otherwise
- (3) On a member ceasing to be a member for any reason, all interests shall survive, accrue and belong to AFANT for the time being.
- (4) The Association in its corporate name shall be entitled to sue a member for any monies due to the Association and for a certain contract debt due to the Association.
- (5) Every member (including a member against whom a complaint is made) shall, upon notice given to them, attend before the Executive and shall answer all questions put to them by, or on behalf of, the Executive in relation to a matter into which the Executive is duly inquiring..

17. Voting

- (1) Subject to Clause 9, Clause 51 and subclause (2), each member has one vote at general meetings of the Association.
- (2) A member is not eligible to vote until 10 working days after his or her application or the application of his or her club or association has been accepted.

18. Notice of meetings and special resolutions

The Secretary must give all members notice of general meetings and special resolutions in the manner and time prescribed by this Constitution.

19. Access to information on Association

The following must be available for inspection by members:

- (a) a copy of this Constitution;
- (b) minutes of general meetings;
- (c) annual reports and annual financial reports.

20. Raising grievances and complaints

- (1) A member may raise a grievance or complaint about a Committee member, the Executive, the Committee or another member of the Association.
- (2) The grievance or complaint must be dealt with by the procedures set out in Part 8.

Division 3 – Termination, death, suspension and expulsion

21. Termination of membership

Membership of the Association may be terminated by –

- (a) a notice of resignation addressed and posted to the Association or given personally to the Secretary or another Committee member— a member, club or association that resigns shall not be entitled to a refund of subscription or any part thereof;
- (b) non-payment of the annual membership fee within the time allowed under Clause 14 (2) or (3); or
- (c) expulsion in accordance with this Division.

22. Death of member or cessation of club or association

- (1) If a member dies or the whereabouts of a member are unknown, the Committee must cancel the member's membership. This will not affect the membership status of family members except that another person in the family will need to apply for Principal Membership when the family membership falls due for renewal.
- (2) If a club or association is wound up, ceases to exist or the Association is unable to make contact with responsible officials after reasonable enquiries are made, the Committee must cancel the membership of that club or association and its members cease to have any membership rights with AFANT.

23. Suspension or expulsion of members

- (1) If the Committee considers that a Principal Member, Club Affiliate, Association Member, Industry Member or Corporate Member should be suspended or expelled because his, her or its conduct is detrimental to the interests of the Association, the Committee must give notice of the proposed suspension or expulsion to the principal, club, association, industry or corporate member.
- (2) The notice must –
 - (a) be in writing and include –
 - (i) the time, date and place of the committee meeting at which the question of that suspension or expulsion will be decided; and

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- (ii) the particulars of the conduct; and
- (b) be given to the principal, club, association, industry or corporate member not less than 30 days before the date of the committee meeting referred to in paragraph (a)(i).
- (3) At the meeting, the Committee must afford the principal, club, association, industry or corporate member a reasonable opportunity to be heard or to make representations in writing.
- (4) The Committee may suspend or expel or decline to suspend or expel the principal, club, association, industry or corporate member from the Association and must give written notice of the decision and the reason for it to the member.
- (5) Subject to clause 22, the decision to suspend or expel a principal, club, association, industry or corporate member takes effect 14 days after the day on which notice of the decision is given to the principal, club, association, industry or corporate member.

24. Appeals against suspension or expulsion

- (1) A principal, club, association, industry or corporate member that is suspended or expelled under clause 23 may appeal against that suspension or expulsion by giving notice to the Secretary within 14 days after receipt of the Committee's decision.
- (2) The appeal must be considered at a general meeting of the Association and the principal, club, association, industry or corporate member must be afforded a reasonable opportunity to be heard at the meeting or to make representations in writing prior to the meeting for circulation at the meeting.
- (3) The members present at the general meeting must, by resolution, either confirm or set aside the decision of the Committee to suspend or expel the principal, club, association, industry or corporate member.
- (4) The principal, club, association, industry or corporate member is not suspended or does not cease to be a member until the decision of the Committee to suspend or expel him, her or it is confirmed by a resolution of the members.

PART 4 – MANAGEMENT OF THE ASSOCIATION

Division 1 – General

25. Role and powers

- (1) The business of the Association must be managed by or under the direction of the Executive and the Committee. The daily business and affairs of AFANT will be the responsibility of the Executive Officer.
- (2) The Committee may exercise all the powers of the Association except those matters that the Act or this Constitution requires the Association to determine through a general meeting of members.
- (3) The Executive and Committee will ensure that the income and property of AFANT, however derived, shall be applied solely towards the promotion of the objectives and purposes of AFANT to any member of AFANT.
- (4) The Executive may appoint and remove staff.

- (5) The Committee may establish one or more subcommittees consisting of the members of the Association the Committee considers appropriate.

26. Composition of Executive and Committee

- (1) The Executive consists of –
 - (a) a President;
 - (b) a Vice-President;
 - (c) a Secretary;
 - (d) a Treasurer; and
 - (e) an Assistant Secretary/Treasurer.
- (2) The Elected Committee consists of –
 - (a) the Executive; and
 - (b) the six elected committee members;
- (3) The Committee consists of –
 - (a) the Elected Committee;
 - (b) one representative nominated by each club affiliated with the Association;
 - (c) and one representative nominated by each association member of the Association
- (4) The Executive Committee must appoint one Committee member to be the Association's public officer.

27. Delegation

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

Division 2 – Tenure of office

28. Eligibility of Executive and Committee members

- (1) An Executive member must be a member who is 18 years or over and a Committee member must be a member who is 15 years or over.
- (2) Elected Committee members must be financial Principle Members of the Association.
- (3) Current and past employees of the Association, commercial fishing licence holders and any current elected member of a local or shire council, the NT Legislative Assembly or Federal Parliament shall not be eligible to hold office as an Executive member or one of the six elected Committee members of the Association.
- (4) Executive members and the six elected Committee members must be elected to the Committee at an annual general meeting or appointed under Clause 35.

29. Terms of office of Elected Committee members

- (1) The term of office of Executive and elected Committee members will be two years as follows:
 - (a) Vacancies will occur for President, Secretary and three elected Committee members in odd numbered years.
 - (b) Vacancies will occur for Vice President, Treasurer, Assistant Secretary/Treasurer plus three elected Committee members (not elected the previous year) in even numbered years.
- (2) Elected Committee members hold office until the annual general meeting in the year in which their term of office expires under subclause (1) unless the member vacates the office under clause 33 or is removed under clause 34.
- (3) Subject to subclause (4), at an annual general meeting the office of each Executive and elected Committee member whose term of office expires under subclause (1) becomes vacant and elections to fill these positions must be held.
- (4) The President of the outgoing Committee must preside at the annual general meeting until a new member is elected as President.
- (5) Principal Members may serve consecutive terms on the Executive and as elected Committee members.

30. Nominations for election to Executive and Elected Committee

- (1) A member is not eligible for election to the Executive or the Elected Committee unless the Secretary receives a written nomination for that member not less than 14 days before the date of the next annual general meeting.
- (2) The nomination must be signed by –
 - (a) the nominator and a seconder who must both be Principal Members of the Association; and
 - (b) the nominee to signify his or her willingness to stand for election.
- (3) A person who is eligible for election or re-election under this clause may –
 - (a) nominate or second himself or herself for election or re-election; and
 - (b) vote for himself or herself.

31. Election by default

- (1) If the number of persons nominated for election to the Executive and Elected Committee under Clause 30 does not exceed the number of vacancies to be filled, the President must declare the persons to be duly elected as members of the Executive and Elected Committee at the annual general meeting.
- (2) If the number of persons nominated for election are less than the number of remaining vacancies, the unfilled vacancies are taken to be casual vacancies and must be filled by the new Committee in accordance with clause 35.

32. Election by ballot

- (1) If the number of nominations exceeds the number of vacancies on the Executive and Elected Committee, ballots for those positions must be conducted.
- (2) The ballot to elect Executive and Elected Committee members shall be held at the annual general meeting of the Association.

- (3) Eligibility to vote in a ballot to elect Executive and Elected Committee members shall be:
 - (a) Financial Principal Members only are entitled to one vote for each vacant position
 - (b) Life Members are entitled to one vote for each vacant position
 - (c) Nominated Club and Association delegates have 1 vote per 10 financially affiliated club members for each vacant position as per Clause 51(3) and (4).
- (4) A member of the Association, not being a member of the Association Executive or Elected Committee or a nominated candidate for the new Association Executive or Elected Committee, shall be appointed as the Returning Officer for the ballot. Such a nomination shall be made at or before the Association annual general meeting and the voting members present at the annual general meeting shall ratify the appointment.
- (5) The election shall be arranged and supervised by the Returning Officer who shall declare the result.
- (6) The decision of the Returning Officer on any matter relating to the election of the Executive and Elected Committee shall be final.
- (7) Election to office shall be by simple majority.
- (8) Elections shall be in the order President, Vice President, Secretary, Treasurer Assistant Secretary/Treasurer and the elected Committee members.
- (9) The members chosen by ballot must be declared by the Returning Officer to be duly elected as members of the Executive and Elected Committee.

33. Vacating office

The office of an Executive or Elected Committee member becomes vacant if –

- (a) the member –
 - (i) is disqualified from being a committee member under section 30 or 40 of the Act;
 - (ii) resigns by giving written notice to the Committee;
 - (iii) dies or is rendered permanently incapable of performing the duties of office by mental or physical ill-health;
 - (iv) ceases to be a resident of the Territory; or
 - (v) ceases to be a member of the Association;
- (b) the member is absent from more than –
 - (i) three consecutive committee meetings; or
 - (ii) three committee meetings in the same financial year without tendering an apology to the President;of which meetings the member received notice and the Committee has resolved to declare the office vacant

34. Removal of Executive or Committee member

- (1) The Committee may remove any Executive or Committee member before the member's term of office ends.

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- (2) If a vacancy for an executive or Elected Committee member arises through removal under subclause (1) it may be filled in accordance with Clause 35.
- (3) If a vacancy for a club or association nominee on the Committee arises through removal under subclause (1) the club or association will provide another nominee.

35. Filling casual vacancy on Executive and Elected Committee

- (1) If an Executive office remains vacant after the application of clause 30 or if the office of an Executive member becomes vacant under clause 33 or 34, the Elected Committee may elect any member of the Elected Committee who is 18 years old or more to fill that vacancy.
- (2) If one of the six elected Committee position remains vacant after the application of clause 30 or if the position of an elected Committee member becomes vacant under clause 33 or 34, the Elected Committee may appoint any financial Principal Member of the Association who is 15 years old or more to fill that vacancy.
- (3) However, if the office of Public Officer becomes vacant, a person must be appointed by the Elected Committee within 14 days to fill the vacancy.

Division 3 – Duties of Executive and Committee members

36. Collective responsibility of Executive and Committee

- (1) As soon as practicable after being elected or appointed to the Executive or the Committee, each member must become familiar with the Act and regulations made under the Act.
- (2) The Executive and Committee is collectively responsible for ensuring the Association complies with the Act and regulations made under the Act.
- (3) The Executive and the Committee shall do all things necessary to further the objectives and purposes of the Association including the appointment of sub-committees and determining the policy and activities to be undertaken within the framework of this constitution
- (4) The Elected Committee shall have the power to reprimand, suspend or expel any member whose conduct is prejudicial towards the interests of the Association. A member shall not be dealt with by the Elected Committee under this provision except on a complaint made in writing to the Secretary by another member. Such complaint shall set out the conduct, which is the subject matter of the complaint, and be signed by the complainant.
- (5) Limitations of expenditure of the Executive shall without prior ratification by the Committee be 100 dollars (\$100), over and above running expenses.
- (6) The Executive Officer's position, refer Clause 25(1), is to be filled upon written application. The AFANT Executive has the right to extend the time of the contract without advertising the position publicly. Salary will be negotiable. The position of Executive Officer will be responsible to the President or in his/her absence the Vice President. The Executive Officer will carry out the duties as described in the duty statement and as set out in the terms of contract. The Executive Officer is bound by contract, and in accordance with the terms relating to the employment period, at least one calendar months notice by either party will terminate the employment.

37. President and Vice-President

- (1) Subject to subclauses (2) and (3), the President must preside at all annual general meetings, Executive and Committee meetings.
- (2) If the President is absent from a meeting, the Vice-President must preside at the meeting.
- (3) If the President and the Vice-President are both absent, the presiding member for that meeting must be –
 - (a) a member elected by the other members present if it is an annual general meeting; or
 - (b) a Committee member elected by the other Committee members present if it is a Committee meeting.
- (4) The President will represent the Association at all meetings with other bodies or he or she shall appoint a representative to represent the Association.

38. Secretary and Assistant Secretary/Treasurer

- (1) The Secretary with assistance from the Assistant Secretary/Treasurer must –
 - (a) coordinate the correspondence of the Association;
 - (b) ensure minutes of all proceedings of general meetings and of committee meetings are kept in accordance with section 38 of the Act;
 - (c) maintain the register of members in accordance with section 34 of the Act;
 - (d) unless the members resolve otherwise at a general meeting – have custody of all books, documents, records and registers of the Association, other than those required by Clause 39(5) to be in the custody of the Treasurer; and
 - (e) perform any other duties imposed by this Constitution on the Secretary.

39. Treasurer and Assistant Secretary/Treasurer

- (1) The Treasurer with assistance from the Assistant Secretary/Treasurer must –
 - (a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association;
 - (b) pay all moneys received into the account of the Association within five working days after receipt;
 - (c) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and
 - (d) ensure cheques are signed by him or her and at least one other Executive member, or by any two other nominated Executive members or by one nominated Executive member and one staff members authorised by the Committee.
- (2) The Treasurer with assistance from the Assistant Secretary/Treasurer must ensure the accounting records of the Association are kept in accordance with section 41 of the Act.
- (3) The Treasurer with assistance from the Assistant Secretary/Treasurer must coordinate the preparation of the Association's annual statement of accounts.
- (4) If directed to do so by the President, the Treasurer must submit to the Committee a report, balance sheet or financial statement in accordance with that direction.

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(5) The Treasurer has custody of all securities, books and documents of a financial nature and accounting records of the Association unless the members resolve otherwise at a general meeting.

(6) The Treasurer must perform any other duties imposed by this Constitution on the Treasurer.

40. Public officer

(1) The public officer must ensure that documents are filed with the Commissioner of Consumer Affairs in accordance with sections 23, 28 and 45 of the Act.

(2) The public officer must keep a current copy of the Constitution of the Association.

PART 5 – MEETINGS OF EXECUTIVE AND COMMITTEE

41. Frequency and calling of meetings

(1) The Executive and Committee must meet together for the conduct of business not less than eight times in each financial year.

(2) The President, or any two or more Elected Committee members may at any time convene a special meeting of the Elected Committee through a request to the Secretary.

(3) Special meetings shall be called not less than two days and not more than seven days after the receipt by the Secretary of the request to do so.

(4) A special meeting may be convened to deal with an appeal under clause 24.

42. Voting and decision making

(1) Each Elected Committee member present at the meeting including the President has a deliberative vote.

(2) A question arising at a Committee meeting must be decided by a simple majority of votes of Elected Committee member present.

(3) If there is no majority, then the matter shall be lost.

43. Quorum

(1) For a Committee meeting, six of the eleven Elected Committee members constitutes a quorum.

(2) If a quorum is not present 30 minutes after the scheduled start time of a Committee meeting, the meeting will stand adjourned for two weeks at which time Elected Committee members present shall constitute a quorum

44. Procedure and order of business

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

(2) The order of business may be determined by the members present at the meeting.

(3) Only the business for which the meeting is convened may be considered at a special meeting held under clause 41 (2).

45. Disclosure of interest

- (1) A Committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, with the Association must disclose the nature and extent of the interest to the Committee in accordance with section 31 of the Act.
- (2) The Secretary must record the disclosure in the minutes of the meeting.
- (3) The President must ensure a Committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, complies with section 32 of the Act.

PART 6 – GENERAL MEETINGS

46. Annual general meetings

- (1) The annual general meeting of the Association shall be held in the first quarter of each year on a date fixed by the Committee.
- (2) The meeting shall be called by the Secretary, giving fourteen clear days notice by appropriate newspaper Public Notice advertising.
- (3) The notice must specify –
 - (a) when and where the meeting is to be held; and
 - (b) the particulars of and the order in which business is to be transacted.
- (4) The order of business for each annual general meeting is as follows:
 - (a) Confirmation of the Minutes of the previous annual general meeting and/or special general meeting;
 - (b) the consideration and adoption of the accounts and reports of the Committee including consideration and adoption of the Annual Report;
 - (c) the election of new Executive and elected Committee members;
 - (d) agenda items as set by the previous committee;
 - (e) no other business shall be transacted.

47. Special general meetings

- (1) At least six of the nine Executive and elected Committee members may at any time convene a special general meeting;
- (2) The Committee will convene a special general meeting on receipt of a request signed by 20 or more financial Principal members of the Association. The request must –
 - (a) state the purpose of the special general meeting; and
 - (b) be signed by the members making the request.
- (3) The Committee must convene a special general meeting for the purpose specified in that request not less than seven days and not more than 28 days after receipt by the Secretary of the written request to do so.
- (4) Notice of the special general meeting stating the purpose for which it is called shall be given in a manner similar to that set out in Clause 46(2). Such notice shall set out
 - (a) when and where the meeting is to be held; and
 - (b) the particulars of and the order in which business is to be transacted.

- (5) If the Committee fails to convene a special general meeting within the time allowed for in subclause (3) – the members who made the request may convene a special general meeting as if they were the Committee.
- (6) If a special general meeting is convened under subclause (1) or (2), the Association must meet any reasonable expenses of convening and holding the special general meeting.
- (7) Only that business for which a special general meeting has been called may be conducted at a special general meeting

48. Special resolutions

- (1) A special resolution may be moved at any general meeting of the Association.
- (2) The notice of meeting must include the resolution to be proposed and the intention to propose the resolution as a special resolution.

49. Quorum at general meetings

One-fifth (20%) or 50 full voting members of the total Association membership shall constitute a quorum for the annual general meeting or a special general meeting. Should a quorum not be present within 30 minutes of the time appointed, the meeting shall stand adjourned to another day and hour fixed by the members present. The adjourned meeting, whether a quorum be present or not, shall have the power to proceed with the business for which the meeting was called.

50. Lack of quorum

- (1) If within 30 minutes after the time specified in the notice for the holding of a general meeting a quorum is not present the meeting shall stand adjourned to another day and hour fixed by the members present.
- (2) The adjourned meeting, whether a quorum be present or not, shall have the power to proceed with the business for which the meeting was called.

51. Voting

- (1) Unless specified in this constitution voting shall be by simple majority.
- (2) Each financial Principal and Life Member shall be entitled to one vote on each question.
- (3) Any Club or Association affiliated with AFANT shall be entitled to nominate one person for every 10 current financial members of such club or association, with those members being financially affiliated with AFANT, that person being eligible to one full vote at annual general meetings or special general meetings.
- (4) The names of persons nominated to vote on behalf of any affiliated club or association, together with the number of financial members of such club or association (to the nearest 10), must be submitted in writing to the Secretary prior to any annual general meetings or special general meetings. Without such notification, no representative vote will be allowed.
- (5) No other member of a club or association affiliated with AFANT shall be entitled to a vote at annual general meetings or special general meetings unless they are also financial Principal Members of AFANT in their own rights.

- (6) Postal votes shall be permitted, for Principal and Life Members only, provided they reach the Secretary at least 48 hours before the meeting.

PART 7 – FINANCIAL MANAGEMENT

52. Financial year

The financial year of the Association is from 1 January to 31 December.

53. Funds and accounts

- (1) The Association will open an account or accounts with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
- (2) Subject to any restrictions imposed by the Association at a general meeting, the Committee may approve expenditure on behalf of the Association within the limits of the budget.
- (3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the Treasurer and at least one other Executive member, or by any two other nominated Executive members or by one nominated Executive member and one staff member delegated to do so by the Committee.
- (4) All funds of the Association must be deposited into the financial accounts of the Association no later than five working days after receipt or as soon as practicable after that day.
- (5) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

54. Accounts and audits

The responsibility of the Committee under clause 36(2) for ensuring compliance with the Act includes meeting the requirements of Part 5 of the Act and regulations made for that Part relating to –

- (a) the keeping of accounting records;
- (b) the preparation and presentation of the Association's annual statement of accounts; and
- (c) the auditing of the Association's accounts.

PART 8 – GRIEVANCE AND DISPUTES

55. Grievance and disputes procedures

- (1) This clause applies to disputes between –
 - (a) a member and another member; or
 - (b) a member and the Executive or the Committee.
- (2) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.

- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.
- (4) The mediator must be –
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –
 - (i) for a dispute between a member and another member – a person appointed by the Executive; or
 - (ii) for a dispute between a member and the Executive and/or the Committee – a person who is a mediator appointed or employed by the department administering the Act.
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must –
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 9 – MISCELLANEOUS

56. Common seal

- (1) The common seal of the Association must not be used without the express authority of the Executive and every use of that common seal must be recorded by the Secretary.
- (2) The affixing of the common seal of the Association must be witnessed by any two of the following:
 - (a) the President;
 - (b) the Vice-President
 - (c) the Secretary;
 - (d) the Treasurer;
 - (e) the Assistant Secretary/Treasurer.
- (3) The common seal of the Association must be kept in the custody of the Secretary or another person the Committee from time to time decides.

57. Dissolution of the Association

- (1) The Association may be dissolved by resolution at a special general meeting and confirmed by a further special general meeting called at an interval of not less than 14 days or more than 28 days thereafter.
- (2) The two meetings may be convened on the one notice of meetings, which shall set out, or have attached to it, the manner in which it is proposed to deal with the assets of the Association. If the resolution of the Association, at the special general meeting, is carried by a majority of at least two thirds, of the Association members present and voting at each of these special general meetings, then the Committee of the Association shall proceed forthwith to liquidate the affairs of the Association in such a manner as directed by the resolution of the special general meeting electing to dissolve the Association and in accordance with Clause 59.

58. Distribution of surplus assets on winding up

- (1) If on the winding up or dissolution of the Association, and after satisfaction of all its debts and liabilities, there remains any assets, the assets must not be distributed to the members or former members.
- (2) The surplus assets must be given or transferred to another association incorporated under the Act that –
 - (a) has similar objects or purposes;
 - (b) is not carried on for profit or gain to its individual members; and
 - (c) is determined by resolution of the members in accordance with Clause 57(2).

59. Visitors

- (1) Persons who are members of affiliated organisations or who in other manner show that they are interested in the objectives of the Association, may with the consent of the Committee, attend Association Committee Meetings. They may take part in other activities of the Association, but shall not have any vote, nor say in the Association's affairs.
- (2) Visitor's status shall be for such a period as shall be allowed by the Association Committee and may be terminated by the Committee at any time without reason being given.

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