

CONSTITUTION OF AUSTRALIA FIRST PARTY (NSW) INCORPORATED.

1. AUSTRALIA FIRST PARTY

1.1 Australia First Party is a political party which is incorporated under the provisions of the Associations Incorporation Act 1984 (NSW) shall be formally known as "Australia First Party (NSW) Incorporated" but which for ease of expression in this Constitution shall be referred to as "Australia First" or "the Party".

1.2 This Constitution is the constitution for the Federal level of Australia First and has jurisdiction over the Party's affairs at Federal level and the relationship of the Federal Party to associated State and Territory Parties which desire to use the Party name.

1.3 This Constitution for Australia First Party (NSW) Incorporated shall operate in tandem with the Constitution of Australia First Party Incorporated in ways as set out hereunder. It is recognized that this body shall form a structure within the former so as to guarantee the integrity, continuity, structure, policies and programme of the political party. It is the duty of the party's National Council and other State and Territory Councils to educate Members to the purposes of Australia First Party Incorporated and the protections it offers.

2. THE OBJECTS

The objects of Australia First include the endorsement, nomination and election to the respective Australian Parliaments of Members of the House of Representatives and of Senators, and Members of State or Territory Parliaments and of City and Shire Councils, who support the Core Policies of Australia First and who present as general policies such policies as Australia First endorses in respect of each electorate or council area from time to time. The party also is represented directly in the community and works in all organisations and associations which represent and serve Australians in their community, cultural and trade and vocational lives and works to uphold and articulate Australian cultural values to our Australian People. The party shall uphold an Electoral And Community Programme, based upon its Core Policies and as modified from time to time.

3. CORE POLICIES OF AUSTRALIA FIRST

The core policies of Australia First are the basis of association of the party and are considered in this constitution an historical statement of position. They are (with their original explanations) as follows:

3.1 Ensure Australia Retains Full Independence

Protect our sovereignty (national, constitutional and personal) and maintain an adequate defence whilst being compassionate and fair in our nation's international dealings.

3.2 Rebuild Australian Manufacturing Industries

This is the only way we can be self sufficient. It will provide jobs for our children, and help buy back the farm and allow Australia to be free of foreign debts. Our infrastructure has been run down over many years - it must be rebuilt. We must improve the practicality and relevance of our educational systems, and target government support for industry to diversify, innovate, perform and expand. We recognise that small business is fundamental to this policy. A satisfactory financial environment is also essential.

3.3 Control Foreign Ownership

Bring foreign ownership and investment back under control.

3.4 Reduce and Limit Immigration

Immigration mistakes can be big long term mistakes. Immigration policy must take into account social cohesion, employment opportunities, urbanisation and environmental issues.

3.5 Abolish Multiculturalism

End the divisive, government funded and institutionalised policy of multiculturalism.

3.6 Introduce Citizen's Initiated Referenda

Amend the Australian Constitution so that the people can initiate constitutional referendums which, if approved by the Australian people, will amend the Australian Constitution. This simple step will confirm the political authority of voters and make politicians aware that they are the servants of the Australian people, not their masters.

3.7 Strengthen the family

Promote policies that strengthen and protect the traditional family.

3.8 Strive to Rebuild A United Australia

Promote policies that recognise the interdependence of city and country.

3.9 Democratise Other Policy Issues

All other policies (non-core policies) are matters of free conscience and are not binding upon Australia First Parliamentarians who are to represent their electorates. Issues of public interest on which Australia First needs to

formulate policy will be canvassed with the party membership and plebiscites conducted where deemed appropriate by the National Council.

4. MEMBERSHIP

4.1 Composition of Membership:

Members of Australia First shall be:

4.1.1 Parliamentary Members who are Members of the Commonwealth Parliament, or of an Assembly of an Australian Territory, or of an Australian State Parliament, whose names are held in a Register of Parliamentary Members maintained by the Secretary.

4.1.2 Founding Members whose names are held in a register of Founding Members maintained by the Secretary; and

4.1.3 Ordinary Members whose names are held in a Register of Ordinary Members maintained by the Secretary.

4.2 Application for Membership

4.2.1 Any person over the age of 17 years who supports all of the core policies of Australia First may make application to become a Member of Australia First.

4.2.2 Any application for membership that is in accordance with Clause 4.2.1 shall be considered by the National Council and may be accepted or rejected by the National Council at its absolute unfettered discretion.

4.2.3 The Secretary shall on behalf of Australia First keep and maintain the register of Members in accordance with The Associations Incorporation Act 1984 (NSW) and unless otherwise specified by the National Council, this register shall be kept at the residence of the Secretary.

4.2.4 Applicants for Membership shall be directed to a published version of this Constitution and advised that by joining the party they will have agreed to this Constitution.

4.3 Rights of the Membership

4.3.1 All Members of Australia First shall enjoy equal and full rights of Membership and as otherwise described in, or delimited by, this constitution.

4.3.2 Members' right of access to and publication of Party information and records shall be limited to that which is required to be provided and made public under the Electoral Acts of the Commonwealth, States and Territories unless otherwise determined from time to time by the National Council.

4.3.3 Unfinancial Members (ie Members whose subscriptions to the Party are in arrears), and persons who are not Members, may not vote at any meeting of Party Members or hold or exercise any Office in the Party or be nominated as Parliamentary or Council candidates. The Chairman (no matter how referred to or named) of any Party meeting may require proof of Members payment of current subscriptions to the Party before allowing such Members to enter the meeting or vote on any motion.

4.3.4 Party membership, or any right of a Member, shall not be terminated or suspended except in accordance with and subject to the express provisions of this Constitution.

4.3.5 No Member of Australia First may become a member of its National Council, or of a State or Territory Council, or be a designated organizer operating under a Federal or State constitution, or be a candidate for Australia First in any election unless he/she is a member of Australia First Party Incorporated in good standing.

4.3.6 Any member of Australia First seeking membership in Australia First Party Incorporated may be shown its Constitution and its current rules, and may thereafter apply to become a member of that organisation.

4.4 Cessation Of Membership

A Member shall cease to be a Member of Australia First:

4.4.1 On the Member's written resignation, or death, or at the discretion of the National Council on conviction for an indictable criminal offence.

4.4.2 Should any Member's subscription, or other money due to Australian First remain unpaid for three months, that fact shall be notified to that Member, and should the amount due remain unpaid for one month after that notice, the National Council may strike the Member's name off the books, then the membership shall cease. That is at the discretion of the National Council. A former Member may reapply for membership and, upon paying the current yearly subscription, may be accepted by the National Council.

4.4.3 The National Council may resolve to terminate membership for any of the following reasons, or for other reasons, but it shall first cite a complaint to the affected member and invite a response:

a) That the Member has acted or failed to act, in the opinion of the National Council, in a manner which, in the opinion of the National Council, is prejudicial or detrimental to Australia First.

b) That termination of the membership is, in the opinion of the National Council, in the best interests of the Party.

c) That the Member has, in the opinion of the National Council, abused,

threatened, vilified, insulted or defamed another Member.

d) That the Member has made a public statement which, in the opinion of the National Council, is substantially contrary to Party core policy. (Nothing in this clause shall prevent Members freely debating any Party policy amongst Party Members in private.)

e) That the Member has acted contrary to, or failed to act in accordance with, the Constitution and Rules of the Party (including the Member's State or Territory Constitution and Rules).

f) That the Member has acted in a manner which, in the opinion of the National Council, has caused, or was intended or likely to cause, disruption at a Party meeting.

g) That the Member has made a false or misleading statement concerning the Party or its affairs, interests or Member(s).

h) That the Member has acted dishonestly or deceptively.

i) That the Member has made public, or contributed to the publication of, Party information which the Member was not authorised by the Party to make public.

If the National Council nonetheless opts to terminate the membership, it shall give an explanation or justification for membership termination under the above clauses; thereafter, the Member's membership subscription for the current membership period shall be reimbursed to the Member on a pro rata basis. The National Council shall provide the said explanation or justification to the Member's respective State or Branch committee.

4.5 Suspension of Membership

4.5.1 Where the National Council considers termination of a Membership on any of the grounds at Clause 4.4.3 above, it may decide to suspend the Membership (in lieu of termination) where, in the opinion of the National Council:

a) the offence is trivial and unintentional.

b) the offence is not serious and the Member apologises to any aggrieved Members for misconduct and makes good any loss.

c) suspension is in the best interests of the Party while investigation of an alleged reason for termination of membership is investigated.

4.5.2 Where the National Council resolves to suspend a Member under clause 4.5.1, the suspension imposed may be for a period of up to 12 months and may suspend any or all rights of the Member for that period.

5. SUBSCRIPTIONS

Members shall pay such subscriptions to Australia First as from time to time shall be determined by the National Council.

6. THE NATIONAL COUNCIL

6.1 Composition

The National Council shall consist of a President and Councillors. The President may appoint a Vice President from the Members of the National Council and who shall be taken to deputise for the President in his/her absence. The National Council shall appoint a suitable Party member to serve as National Secretary and who shall be responsible for the general correspondence, archives and daily business of the party and other specified tasks as here established.

6.2 Rights and Powers

All rights and powers of Australia First are vested in the National Council. These rights and powers shall be exercised in accordance with and subject to the express provisions of this Constitution and shall include, but not be limited to:

6.2.1 The general management of the affairs of Australia First.

6.2.2 The appointment of all officers of Australia First, and the determination of their responsibilities, including the appointment of State and Territory officers to be responsible for the registration of Australia First in each State and Territory.

6.2.3 Determination of the method of selection of all Parliamentary and Council candidates.

6.2.4 Control of all assets and finance of Australia First and the allocation of their use either directly or by delegation.

6.2.5 Control of access to and use of all Australia First's information including Party membership lists and all other modes of general contact with listed Members.

6.2.6 Acceptance and rejection of membership applications and terminations of membership.

6.2.7 Amendment of this Constitution and the Rules made thereunder (subject to Clause 12 herein).

6.2.8 The initial establishment of the Australia First State and Territory constitutions.

6.2.9 Subject to Clause 6.4 herein, the determination of the method by which elections for National Councillors, and any other elected office holders of Australia First, are conducted and, at the discretion of the National Council, the method may be by postal ballot of all financial Members.

6.2.10 The use of Australia First's name within the Commonwealth of Australia.

6.2.11 The incorporation, if any, of Australia First for a period of four years from its establishment. However, after a period of four years from its establishment, Incorporation or amendments to Incorporation will also require a majority endorsement by a voice of all Australia First's Members.

6.2.12 Promulgation of rules to assist in the administration of Australia First affairs and to further assist Australia First in the promotion of its objectives and core policies provided that such rules are not contrary to or inconsistent with the express provisions of this Constitution.

6.3 The First National Council

The First National Council was the Australia First Party Management Committee in place at the time this Constitution is adopted by that Management Committee. This Council served the party 2007 – 2011.

6.4 Elections For National Council

Elections for the President and Councillors of the National Council will be held within six months after any Federal General Election. This shall not apply to the First National Council until it has served a term of not less than twelve months from the time Party registration has been approved and notified. In respect of National Council elections:

6.4.1 The President shall be elected by all Australia First Members. It shall be recognized by the Members that their President must be a member of Australia First Party Incorporated.

6.4.2 A Councillor from each State and Territory of the Commonwealth in which the Party has a minimum membership of one hundred (100) Members (or where the National Council waives this minimum membership requirement) shall be elected by a vote of all Party Members in that State or Territory. It shall be recognized by the Members that their Councillor must be a member of Australia First Party Incorporated.

6.4.3 Up to three other Councillors may be appointed from the Party membership by the National Council to fulfil essential tasks of party organization. One of these shall be the National Secretary. It shall be recognized by the Members that these additional Councillors must be members of Australia First Party Incorporated.

6.5 Meetings and Decisions of The National Council

6.5.1 Decisions of the National Council, unless specified otherwise in this Constitution, shall be decided by a simple majority of National Council Members and, in case of a tied vote, the President shall have the deciding vote.

6.5.2 A meeting of the National Council may be called by the President or on the request of three National Council Members. All National Council Members shall be informed of such meetings which shall be conducted in a manner determined by the President. The manner may be by telephone, facsimile, post, a physical meeting of Council Members, or any combination of these alternatives. Where a physical meeting of Council Members is called, fourteen days notice is required unless the matter is deemed urgent by the President.

6.5.3 A quorum for a National Council meeting consists of half the National Council plus one. Proxy votes shall be counted towards the quorum.

6.5.4 The Secretary, or other person appointed by the National Council, shall take minutes of every National Council meeting and shall send copies of the minutes of each meeting to all Members of the National Council within three days after the conclusion of a meeting. The minutes shall record which persons voted in favour, against and abstained in respect of each and every motion and resolution considered by such meetings.

7. PARTY SPOKESMAN

7.1 The sole official spokesman of the Party shall be the President, except only when a replacement or other spokesman is appointed by resolution of the National Council from time to time. Party Chairmen in the State organisations may make statements on party activities and events with the discretion of the National Council.

7.2 No member shall make, or is authorised to make, any statement on behalf of the Party except as specified above in this clause. This does not inhibit candidates for the party explaining party electoral policy and activity in election periods

8. ANNUAL GENERAL MEETING

8.1 The Secretary shall convene an Annual General Meeting of the Party to be held within four months of the end of the Party's financial year at a place determined by the National Council.

8.2 At the Annual General Meeting of the Party the National Council shall present to Members all financial and other information required by the Associations Incorporation Act 1984 (NSW) to be presented at the Annual General Meeting of the Party together with other reports on Party affairs and activities the National Council wishes to present.

8.3 The President shall allow what in his opinion is reasonable time for Members to ask questions concerning the reports presented and the affairs of the Party generally.

8.4 No other business shall be conducted at the Annual General Meeting of the Party. All other general meeting business of the Party shall be conducted in accordance with Clause 9 below entitled 'Special General Meeting'. For convenience of Members, and with due prior notice to Members, the National Council may convene such a Special General Meeting immediately before or after an Annual General Meeting of the Party to conduct any Special General Meeting business required.

8.5 The Secretary shall give Members twenty-one days notice of the date, time and place of the Annual General Meeting of the Party. This notice may be post to each Member or by a notice or notices placed in the print media. Accidental omission to notify any Member of the Annual General Meeting in due time or at all shall not render void any such meeting.

8.6 At the discretion of the National Council, the Annual General Meeting of the Party may be conducted by post in lieu of holding a physical meeting. In this case, the reports mentioned at 8.2 above shall be sent to all Members by post and Members questions answered by post.

8.7 Proxy votes shall be permitted.

9. SPECIAL GENERAL MEETING

9.1 The Secretary shall call a Special General Meeting of Australia First where:

9.1.1 authority is given by the National Council, or

9.1.2 a requisition is made and signed by at least thirty three percent (33%) of all Members, or ten percent (10%) of all Members in each of any three States or Territories represented on the National Council, stating the subject or subjects intended to be discussed.

In all cases the subject matter to be discussed shall be set out in the form of a Notice of Motion.

9.2 Such a meeting shall be convened by the Secretary for the consideration of such subject or subjects only and not later than three months after such authority or requisition (as the case may be). At least twenty-one days notice in writing of the meeting, and the Notice of Motion or the purport thereof, shall be given to each Member. Accidental omission to notify a Member in due time or at all will not render void any such meeting or resolution.

9.3 The quorum for any such meeting shall be twenty five percent (25%) of the membership. Should insufficient Members attend to form a quorum within

fifteen minutes of the time notified for such a meeting, then the meeting shall lapse.

9.4 In the case of a resolution which does not amend this Constitution, the majority necessary to carry a resolution in Special General Meetings shall be a simple majority of those present and entitled to vote. In the case of a resolution which amends this Constitution, the majority necessary to carry a resolution in Special General Meetings shall be a seventy-five (75%) majority of those present and entitled to vote. 9.5 Only financial Members shall be entitled to vote at Special General Meetings, but any accidental breach of this paragraph shall not invalidate any election or resolution.

9.6 At the discretion of the National Council, or if requested in a requisition mentioned at 9.1 above, proposed Special General Meetings resolutions shall be put to the entire Party membership by postal ballot, in lieu of calling a physical Special General Meeting, in a manner determined by the National Council. A postal ballot conducted under this clause is deemed to be, and the results shall have the same force as, a physical Special General Meeting. Where a postal ballot is conducted under this clause:

9.6.1 In the case of a resolution which does not amend this Constitution, the majority necessary to carry the resolution shall be a simple majority of all valid postal votes returned.

9.6.2 In the case of a resolution which amends this Constitution, the majority necessary to carry a resolution shall be:

a) a seventy five percent (75%) majority of all valid postal votes returned, or
b) a seventy five percent (75%) majority of valid postal votes returned in a majority of States and Territories represented on the National Council provided that a simple majority of all valid postal votes returned is also achieved.

9.6.3 A case for any resolution, not exceeding two A4 typed pages unless approved by the National Council, may be made by those lodging a requisition under Clause 9.1 above. The National Council may also make a written case for or against any resolution. Copies of documents making a case for or against any resolution under this clause shall be sent with the associated ballot paper to each Member.

9.6.4 The National Council may require prepayment of Party costs associated with any requisition made under Clause 9.1 above prior to taking any action.

9.6.5 Proxy votes shall be permitted.

10. FINANCE

10.1 After providing for all expenses and payments considered by the National Council to be necessary or desirable the balance of the funds of

Australia First may be utilised or dealt with in such manner as the National Council may determine for the furtherance of the objects of Australia First.

10.2 The income and property of Australia First shall be applied solely towards the promotion of the purpose and objects of Australia First. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the Members of Australia First. Nothing in this clause shall prevent the reimbursement of approved expenses incurred on behalf of the Party, or the payment in good faith of remuneration to any officer or employee of Australia First or to any person in return for services rendered to Australia First, where such reimbursement or payment is approved in writing by an office bearer of the Party who is empowered to approve such payment or reimbursement under, and does so in accordance with, the provisions of this Constitution or Rule made hereunder.

10.3 Until otherwise determined by the National Council, records of account shall be kept by the Treasurer of Australia First including detailed records of all receipts, payments assets and liabilities pertaining to the Party. The Treasurer shall allow any Member of the National Council access to these records at all reasonable times to inspect and make copies of any or all records.

10.4 Unless otherwise determined by the National Council, the Treasurer shall furnish all Australia First financial and accounting reports and documents required by law or requested by the National Council from time to time.

10.5 The National Council at any time may appoint an auditor to audit the records of account of Australia First. All Party office holders and Members shall give all reasonable cooperation and assistance in such an audit.

10.6 In respect of each electorate Branch (or sub-branch) of the Party, whose constitution, rules, corporate status, performance and conduct are approved by the National Council, the National Council shall allocate to each such Branch up to twenty percent of full (but not concessional or discounted) membership subscriptions raised by each Branch from 1 July 2008.

11. THE COMMON SEAL

11.1 The National Council shall have power to provide a Common Seal for the purposes of Australia First and from time to time destroy the same and substitute a new seal in lieu thereof.

11.2 The common Seal shall be kept in the custody of the Secretary.

11.3 The common Seal shall be used only by the authority of a resolution of Australia First and shall be affixed to all necessary deeds, instruments, mortgages, contracts and other documents in the presence of the President and the Secretary of Australia First or any two Members of the National Council authorised by the National Council for any of the above purposes.

11.4 A true and correct record shall be kept by the Treasurer, unless otherwise determined by the National Council, of all such instruments, deeds, mortgages, contracts, and other documents to which the seal is affixed.

12. CHANGE OF CONSTITUTION

This Constitution may be altered or repealed or a new Constitution may be made in accordance with Clause 9 above (Special General Meeting) PROVIDED THAT in the first four (4) years from incorporation this Constitution may be altered on the 75% majority vote of the National Council.

13. DISSOLUTION

13.1 Australia First may be dissolved only by a Special General Meeting resolution in accordance with Clause 9 above. The majority required to carry a dissolution resolution shall be the same as that required to amend this Constitution.

13.2 If, after the dissolution of Australia First there remains, after the satisfaction of all its debts liabilities and debentures, any property whatsoever the same shall not be paid to or distributed among the Members of Australia First but shall be given or transferred to some charitable object or objects, or to some other incorporated association which has objects similar wholly or in part to the objects of Australia First, which prohibits a distribution of its income and property among its Members. Such charitable object or incorporated association shall be determined by the Members of Australia First at or before the time of dissolution.

14. SERVICE OF DOCUMENTS A document may be sent by or on behalf of the Party to any Member by personally delivering the same or by sending it by post to the Member at the Member's address shown in the appropriate Australia First membership register. A posted document under this clause is deemed to have been served on or delivered to the Member at the time at which the letter would have been delivered in the ordinary course of post.

15. STATE AND TERRITORY ORGANISATIONS

15.1 Establishment of State and Territory Organisations

15.1.1 The National Council may establish State and Territory Party organisations to further the objectives of the Party. This may include a State entity defined as a registered political party in a State and whose constitution has been crafted to be consistent with the purposes of this Federal Constitution:

These organisations may also include, but are not limited to, the following Party entities (Entities), no matter how they are referred to or named, which shall be governed by this Constitution and, where provided, a State or Territory Constitution approved by the National Council in respect to the State

or Territory in which the Entity exists and generally by such rules of branch organisation as the National Council shall issue:

- a) Branch - A group of Party Members who agree to associate to further the objectives of the Party in a local area (usually a State, Territory or Federal Electorate).
- b) Regional Council - Delegates representing a number of Branches in a region.
- c) Zone Council - Delegates representing a number of Regional Councils.
- d) State or Territory Council (or Executive) - the committee having a general management responsibility for the affairs of the Party in a State or Territory.

15.1.2 The name of each Entity shall begin with 'Australia First Party (NSW) Incorporated' followed by the description of the Entity approved by the State or Territory Council, if such exists, otherwise by the National Council.

15.1.3 A State or Territory Council may establish and abolish Branches, Regional Councils, Zone Councils and other Entities. Any Member who is aggrieved by such action may appeal to the State or Territory Council to have the action reviewed by the State or Territory Council within two months of such appeal and, should the Member not be satisfied with the decision of that review, he may appeal to the National Council for review of the action. In such cases, the decision of the National Council in respect of the said action shall be final.

15.1.4 A State or Territory Council may, where it considers the action is necessary and in the best interests of the Party, terminate the term of office of any Office Bearer in any Entity in that State or Territory and appoint a caretaker Office Bearer to that Office until an election for a new Office Bearer can be held. The time for such election shall not be longer than three months unless a longer period is approved by the National Council. An Office Bearer whose term of office is terminated under this clause is not eligible to be elected or appointed to any Party Office for a period of twelve months unless approved by the State or Territory Council.

15.1.5 The National Council may, where it considers the action is necessary and in the best interests of the Party, terminate the term of office of any Office Bearer in any State or Territory Council and appoint a caretaker Office Bearer to that Office until a new Office Bearer can be elected or appointed. The time for such election or appointment shall not exceed three months. An Office Bearer whose term of office is terminated under this clause is not eligible to be elected or appointed to any Party Office for a period of twelve months unless approved to do so by the National Council.

15.2 Precedence of National Constitution

15.2.1 In the event of any conflict between the Constitution or Rules of any Party Entity and this Constitution (and any Rule made under this Constitution), then this Constitution (and any Rule thereunder) shall take precedence.

15.2.2 Where the Constitution or Rules of any Party Entity are silent on any matter, the Entity shall be governed by this Constitution and any Rule made thereunder.

15.2.3 Each State and Territory Constitution shall contain the following clause: "This Constitution is established under the Constitution and Rules of the Australia First Party (NSW) Incorporated and is subject to compliance with the Constitution and Rules of the Australia First Party (NSW) Incorporated and, should there be any conflict between this Constitution and the Constitution and Rules of the Australia First Party Incorporated, the Constitution and Rules of the Australia First Party (NSW) Incorporated shall take precedence. This clause may not be amended or deleted from this Constitution without the written approval of the National Council of Australia First Party (NSW) Incorporated"

15.3 Branch Governance

Where no State or Territory Constitution exists or is silent on any matter, Branches shall be governed by the following in the order of precedence given:

- a) This Constitution.
- b) Any rule made under this Constitution.
- c) Any resolution of the National Council.
- d) The Rules for Incorporated Associations pursuant to the Associations Incorporation Act 1984 (NSW) in respect of the Committee of Management of the Branch and procedures and rules relating to Branch meetings and funds management.

15.4 Dissolution of Entities.

In the event of the dissolution of any Entity the assets under the control of that Entity shall be disposed of as follows:

15.4.1 In the case of dissolution of a State or Territory Council, all assets under the control of that State or Territory Council shall be transferred to the National Council of Australia First Party (NSW) Incorporated.

15.4.2 In all other cases of dissolution of an Entity, all assets under the control of that Entity shall be transferred to the State or Territory Council of the State or Territory in which the dissolution of the Entity occurred or, in the event of no State or Territory Council existing, all such assets shall pass to the National Council of Australia First Party (NSW) Incorporated.

15.5 Minutes of Proceedings

The Secretary of an Entity shall keep true and complete minutes, signed by the Chairman and Secretary, of all proceedings of that Entity and shall make copies of such minutes available to the Party Secretary, or a person nominated by the Party Secretary, as directed by the Party Secretary from time to time.

15.6 Finance

15.6.1 No member or Entity shall open an account with any financial institution where the account name contains the words "Australia First" unless the opening of such an account, the operating rules of the account and the account name are all approved in writing by the Party Treasurer.

15.6.2 Financial institution accounts operated by any Entity shall require the signature of at least two duly authorised Members of the Entity to debit such accounts. The two signatories shall not be related or reside together.

15.6.3 No Member or Entity shall open an account with any financial institution where the complete account name is styled 'Australia First Party (NSW) Incorporated'. Where an entity is authorised to open a financial institution account, the full name of the Entity shall be included in the account name e.g. 'Australia First Party (NSW) Incorporated (Alice Springs Branch)'.

15.6.4 The Treasurer of an Entity shall keep true and complete records of all revenue, property, assets, liabilities and expenditure of that Entity and shall provide such records to the Party Treasurer (or a person nominated by the Party Treasurer) in a form, and at all times, directed by the Party Treasurer. The records kept shall include all source documents such as receipts, invoices, and other claims for payment, financial institution statements, certificates of ownership, etc. The Party Treasurer, or his agent, may audit these records at any reasonable time and make copies of any or all records. Members shall cooperate and truthfully provide all information requested in relation to such audits.

15.6.5 In the event that the Party Treasurer has reason to suspect that malpractice, maladministration, or other irregularity may have occurred in respect of a Party Entity, he may freeze the assets and financial institution accounts under the control of that Entity, or direct that such assets and accounts be frozen, until such time as the matter is resolved to the satisfaction of the Party Treasurer.

15.6.6 No member or Entity or Office Bearer of any Entity shall incur, or allow to be incurred, any debt or liability in the name of Australia First Party (NSW) Incorporated or any Entity of the Party without prior written approval of the National Council.

15.6.7 All membership subscriptions shall be sent to the Party Treasurer or deposited in the Party national financial institutions account. No membership subscription shall be deposited in the financial institutions account of any Entity unless approved by the National Council. All money directed to the Party (whether cash, cheque, money order, postal order, electronic funds transfer or otherwise) shall be forwarded to the Party Treasurer or deposited in the Party national financial institutions account unless documentary evidence shows, and is kept for audit purposes, that the said money is directed exclusively to an Entity (using the exact full name of that Entity) in

which case that Entity may deposit the said money in it's full financial institutions account.

15.7 Membership Suspension

Where a State or Territory Council is satisfied that a membership in that State or Territory should be terminated or suspended by the National Council, it may, by a resolution carried by a majority vote and notice to the Member of the same, suspend any or all Party Membership rights of the Member for a period not exceeding one month. The State Secretary shall immediately and in writing inform the National Secretary of the suspension setting out the full reasons and providing copies of all documents relating to the suspension and, at the discretion of the State or Territory Council, may recommend what action the National Council should take in respect of membership termination or suspension.

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Protect our sovereignty (national, constitution and personal) and maintain an adequate defence whilst being compassionate and fair in our nation's international dealings.

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This is the only way we can be self sufficient. It will provide jobs for our children, and help buy back the farm and allow Australia to be free of foreign debts. Our infrastructure has been run down over many years - it must be rebuilt. We must improve the practicality and relevance of our educational systems, and target government support for industry to diversify, innovate, perform and expand. We recognise that small business is fundamental to this policy. A satisfactory financial environment is also essential.

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End the divisive, government funded and institutionalised policy of multiculturalism.

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Amend the Australian Constitution so that the people can initiate constitutional referendums which, if approved by the Australian people, will amend the Australian Constitution. This simple step will confirm the political authority of voters and make politicians aware that they are the servants of the Australian people, not their masters.

3.7 Strengthen the Family

Promote policies that strengthen and protect the traditional family.

3.8 Strive to Rebuild A United Australia

Promote policies that recognise the interdependence of city and country.

This is the annexure of pages marked "A" referred to in the Form No.

Signed by me and dated/...../.....

Signature(s)

RULES OF ASSOCIATION

Name of Association

1 The name of the Association is

Australia First Party Incorporated

Definitions

2 In these rules, unless the contrary intention appears-

"annual general meeting" is the meeting convened under paragraph (b) of rule 16 (1);

"Committee meeting" means a meeting referred to in rule 15;

"Committee member" means person referred to in paragraph (a), (b), (c), (d) or (e) of rule 10 (1);

"convene" means to call together for a formal meeting;

"department" means the government department with responsibility for administering the *Associations Incorporation Act (1987)*;

"financial year" means a period not exceeding 15 months fixed by the Committee, being a period commencing on the date of incorporation of the Association and ending on 30 June; and thereafter each period commencing 1 July and ending on 30 June in the following year;

"general meeting" means a meeting to which all members are invited;

"member" means member of the Association;

"ordinary resolution" means resolution other than a special resolution;

"poll" means voting conducted in written form (as opposed to a show of hands);

"special general meeting" means a general meeting other than the annual general meeting;

"special resolution" has the meaning given by section 24 of the Act, that is-

A resolution is a special resolution if it is passed by a majority of not less than three-fourths of the members of the association who are entitled under the rules of the association to vote and vote in person or, where proxies or postal votes are allowed by the rules of the association by proxy or postal vote, at a general meeting of which notice specifying the

intention to propose the resolution as a special resolution was given in accordance with those rules.

At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of the Association or, if the rules do not make provision as to the manner in which a poll may be demanded, by at least 3 members of the association present in person or, where proxies are allowed, by proxy.

If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.

"the Act" means the *Associations Incorporation Act 1987*;

"the Association" means the Association referred to in rule 1;

"the Chairperson" means-

- (a) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 11; or
- (b) otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in paragraph (a) of rule 10 (1) or, if that person is unable to perform his or her functions, another member of the committee chosen to do so.

"the Commissioner" means the Commissioner for Fair Trading exercising powers under the Act;

"the Committee" means the Committee of Management of the Association referred to in rule 10 (1);

"the Secretary" means the Secretary referred to in paragraph (c) of rule 10 (1);

"the Treasurer" means the Treasurer referred to in paragraph (d) of rule 10 (1)

Objects of Association

3 The objects of the Association are:

(a) To act as the educated and responsible leadership of Australia First Party (NSW) Incorporated, which is currently registered under particular requirements as a Federal political party with the Australian Electoral Commission; and as shall become registered as a Federal political party on a future date again when these registration requirements change in 2014,; and further, to function as the leadership of all affiliated State political party entities as may be registered or become registered with State electoral commissions and all branches and structures operated by the Federal party..

(b) To function as a structure operating to improve the political awareness of its members and their viability as servants of the ideals of the association and in their governance of Australia First Party (NSW) Incorporated.

(c) To receive bequests and gifts that are to be applied to the cause of Australian nationalism.

(d) To apply the property and income of the Association solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects. It is understood by the Association that it is an entity related to and formed by, members of the Australia First Party (NSW) Incorporated for the better administration of that association and that its interests should be in accordance with that of this entity which has been formed to politically represent the cause of Australian nationalism.

Powers of the Association

4 The powers conferred on the Association are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association-

may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may -

- (a) acquire, hold, deal with, and dispose of any real or personal property;
- (b) open and operate bank accounts;
- (c) invest its money -
 - (i) in any security in which trust monies may lawfully be invested; or
 - (ii) in any other manner authorised by the rules of the Association;
- (d) borrow money upon such terms and conditions as the Association thinks fit;
- (e) give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- (f) appoint agents to transact any business of the Association on its behalf;
- (g) enter into any other contract it considers necessary or desirable; and
- (h) may act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Association.

Qualifications for membership of the Association

5 (1) Membership of the Association is open to -

- (a) The persons who were at the time of the incorporation of Australia First Party Incorporated members of the management committee of Australia First Party (NSW) Incorporated.
- (b) Any other persons who were chosen by the said membership committee to be members and who agreed to be members at the time of incorporation, or subsequently.
- (c) Any person who was subsequently elected or co-opted to the National Council of Australia First Party (NSW) Incorporated according to its constitution and rules.

(d) Any person who as a member of Australia First Party (NSW) Incorporated who was or is subsequently invited to join by the committee of this association or who applies to join it.

(e) A person qualified to be a member may decline to serve.

(2) A person who wishes to become a member by virtue of his membership of the of Australia First Party (NSW) Incorporated must apply for membership to the Committee in writing-

(q) signed by that person and

(b) in such form as the Committee from time to time directs.

(3) (a) The Committee members must consider each application made under sub-rule only on the basis of whether extending the membership of the association serves its purpose (b) at a Committee meeting and must at the Committee meeting, or the next Committee meeting, accept or reject that application.

(4) An applicant whose application for membership of the Association is rejected under sub-rule (3) must, if he or she wishes to appeal against that decision, give notice to the Secretary of his or her intention to do so within a period of 14 days from the date he or she is advised of the rejection.

(5) When notice is given under sub-rule (4), the Association in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting.

Register of members of the Association

6 (1) The Secretary, on behalf of the Association, must comply with section 27 of the Act by keeping and maintaining -

in an up to date condition a register of the members of the Association and their postal or residential addresses and, upon the request of a member of the Association and the demonstration of proper cause, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.

(2) The register must be so kept and maintained at the Secretary's place of residence, or at such other place as the members at a general meeting decide.

(3) The Secretary must cause the name of a person who dies or who ceases to be a member under rule 8 to be deleted from the register of members referred to in sub-rule (1).

Subscriptions of members of the Association

7 (1) The members may from time to time at a general meeting determine the amount of the subscription to be paid by each member.

(2) Each member must pay to the Treasurer, annually on or before 1 July or such other date as the Committee from time to time determines, the amount of the subscription determined under sub-rule (1).

(3) Subject to sub-rule (4), a member whose subscription is not paid within 3 months after the relevant date fixed by or under sub-rule (2) ceases on the expiry of that period to be a member, unless the Committee decides otherwise.

(4) A person exercises all the rights and obligations of a member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by or under sub-rule (2) or within 3 months thereafter, or such other time as the Committee allows.

Termination of membership of the Association

8 Membership of the Association may be terminated upon -

- (a) receipt by the Secretary or another Committee member of a notice in writing from a member of his or her resignation from the Association. Such a person remains liable to pay to the Association the amount of any subscription due and payable by that person to the Association but unpaid at the date of termination; or
- (b) non-payment by a member of his or her subscription within three months of the date fixed by the Committee for subscriptions to be paid, unless the Committee decides otherwise in accordance with rule 7 (3); or
- (c) expulsion of a member in accordance with rule 9.

Suspension or expulsion of members of the Association

9 (1) If the Committee considers that a member should be suspended or expelled from membership of the Association because his or her conduct is detrimental to the interests of the Association, the Committee must communicate, either orally or in writing, to the member-

- (a) notice of the proposed suspension or expulsion and of the time, date and place of the Committee meeting at which the question of that suspension or expulsion will be decided; and
- (b) particulars of that conduct,

not less than 30 days before the date of the Committee meeting referred to in paragraph (a).

(2) At the Committee meeting referred to in a notice communicated under sub-rule (1), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, suspend or expel or decline to suspend or expel that member from membership of the Association and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.

(3) Subject to sub-rule (5), a member has his or her membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to him or her under sub-rule (2).

(4) A member who is suspended or expelled under sub-rule (2) must, if he or she wishes to appeal against that suspension or expulsion, give notice to the Secretary of his or her intention to do so within the period of 14 days referred to in sub-rule (3).

(5) When notice is given under sub-rule (4)-

- (a) the Association in a general meeting, must either confirm or set aside the decision of the Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting; and
- (b) the member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Committee to suspend or expel him or her is confirmed under this sub-rule.

Committee of Management

10 (1) Subject to sub-rule (9), the affairs of the Association will be managed exclusively by a Committee of Management consisting of-

- (a) a Chairman;
- (b) a Secretary;
- (3) a Treasurer; and
- (e) not less than three other persons,

all of whom must be members of the Association.

(2) Committee members must be elected to membership of the Committee at an annual general meeting or appointed under sub-rule (8). This rule does not govern the first committee of the association which is comprised of the whole membership.

(3) Subject to sub-rule (8), a Committee member's term will be from his or her election at an annual general meeting until the election referred to in sub-rule (2) at the next annual general meeting after his or her election, but he or she is eligible for re-election to membership of the Committee.

(4) Except for nominees under sub-rule (7), a person is not eligible for election to membership of the Committee unless a member has nominated him or her for election by delivering notice in writing of that nomination, signed by-

- (a) the nominator; and
- (b) the nominee to signify his or her willingness to stand for election,

to the Secretary not less than 7 days before the day on which the annual general meeting concerned is to be held.

(5) A person who is eligible for election or re-election under this rule may -

- (a) propose or second himself or herself for election or re-election; and
- (b) vote for himself or herself.

(6) If the number of persons nominated in accordance with sub-rule (4) for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled-

- (a) the Secretary must report accordingly to; and
- (b) the Chairperson must declare those persons to be duly elected as members of the Committee at,

the annual general meeting concerned.

(7) If vacancies remain on the Committee after the declaration under sub-rule (6), additional nominations of Committee members may be accepted from the floor of the

annual general meeting. If such nominations from the floor do not exceed the number of vacancies the Chairperson must declare those persons to be duly elected as members of Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.

(8) If a vacancy remains on the Committee after the application of sub-rule (7), or when a casual vacancy within the meaning of rule 14 occurs in the membership of the Committee-

- (a) the Committee may appoint a member to fill that vacancy; and
- (b) a member appointed under this sub-rule will -
 - (i) hold office until the election referred to in sub-rule (2); and
 - (ii) be eligible for election to membership of the Committee, at the next following annual general meeting.

(9) The Committee may delegate, in writing, to one to more sub-committees (consisting of such member or members of the association as the Committee thinks fit) the exercise of such functions of the Committee as are specified in the delegation other than-

- (a) the power of delegation; and
- (b) a function which is a duty imposed on the Committee by the Act or any other law.

(10) Any delegation under sub-rule (9) may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.

(11) The Committee may, in writing, revoke wholly or in part any delegation under sub-rule (9).

Chairman

11 (1) Subject to this rule, the Chairman must preside at all general meetings and Committee meetings.

(2) In the event of the absence from a general meeting of-

- (a) the Chairman,
- (b) a member elected by the other members present at the general meeting must preside at the general meeting.

(3) In the event of the absence from a Committee meeting of-

- (a) the Chairman,
- (b) a Committee member elected by the other Committee members present at the Committee meeting,

must preside at the Committee meeting.

Secretary

12 The Secretary must-

- (a) co-ordinate the correspondence of the Association;
- (b) keep full and correct minutes of the proceedings of the Committee and of the Association;
- (c) comply on behalf of the Association with-
 - (i) section 27 of the Act with respect to the register of members of the Association, as referred to in rule 6;
 - (ii) section 28 of the Act by keeping and maintaining in an up to date condition the rules of the Association and, upon the request of a member of the Association, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and
 - (iii) section 29 of the Act by maintaining a record of -
 - (A) the names and residential or postal addresses of the persons who hold the offices of the Association provided for by these rules, including all offices held by the persons who constitute the Committee and persons who are authorised to use the common seal of the Association under rule 22; and
 - (B) the names and residential or postal addresses of any persons who are appointed or act as trustees on behalf of the Association, and the Secretary must, upon the request of a member of the Association, make available the record for the inspection of the member and the member may make a copy of or take an extract from the record but will have no right to remove the record for that purpose;
- (d) unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of the Association, including those referred to in paragraph (c) but other than those required by rule 13 to be kept and maintained by, or in the custody of, the Treasurer; and
- (e) perform such other duties as are imposed by these rules on the Secretary.

Treasurer

13 The Treasurer must-

- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of, the Association and must issue receipts for those moneys in the name of the Association;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Association as the Committee may from time to time direct;
- (c) make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by himself or herself and at least one other authorised Committee member, or by any two others as are authorised by the Committee;
- (d) comply on behalf of the Association with sections 25 and 26 of the Act with respect to the accounting records of the Association by-

- (i) keeping such accounting records as correctly record and explain the financial transactions and financial position of the Association;
 - (ii) keeping its accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time;
 - (iii) keeping its accounting records in such manner as will enable true and fair accounts of the Association to be conveniently and properly audited; and
 - (iv) submitting to members at each annual general meeting of the Association accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year.
- (e) whenever directed to do so by the Chairman, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
 - (f) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (d) and (e); and
 - (g) perform such other duties as are imposed by these rules on the Treasurer.

Casual vacancies in membership of Committee

14 A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member-

- (a) dies;
- (b) resigns by notice in writing delivered to the Chairperson and that resignation is accepted by resolution of the Committee;
- (c) is convicted of an offence under the Act;
- (d) is permanently incapacitated by mental or physical ill-health;
- (e) is absent from more than-
 - (i) 3 consecutive Committee meetings; or
 - (ii) 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings;
 of which meetings the member received notice, and the Committee has resolved to declare the office vacant;
- (f) ceases to be a member of the Association; or
- (g) is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.

Proceedings of Committee

15 (1) (a) The Committee must meet together for the dispatch of business not less than twice in each year and the Chairman, or at least half the members of the Committee, may at any time convene a meeting of the Committee.

(b) The Committee may meet via telephone conference.

(c) The Committee may meet when the affairs of Australia First Party (NSW) Incorporated otherwise bring them together.

- (2) Each Committee member has a deliberative vote.
- (3) A question arising at a Committee meeting must be decided by a majority of votes, but, if there no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote.
- (4) At a Committee meeting four Committee members constitute a quorum.
- (5) Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.
- (6) As required under sections 21 and 22 of the Act, a Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only by virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit the Association is established), must-
- (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and
 - (b) not take part in any deliberations or decision of the Committee with respect to that contract.
- (7) Sub-rule (6) (a) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of the Association.
- (8) The Secretary must cause every disclosure made under sub-rule (6) (a) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

General meetings

- 16** (1) The Committee-
- (a) may at any time convene a special general meeting;
 - (b) must convene annual general meetings within the time limits provided for the holding of such meetings by section 23 of the Act, that is, in every calendar year within 4 months after the end of the Association's financial year or such longer period as may in a particular case be allowed by the Commissioner, except for the first annual general meeting which may be held at any time within 18 months after incorporation; and
 - (c) must, within 30 days of-
 - (i) receiving a request in writing to do so from not less than four members, convene a special general meeting for the purpose specified in that request; or
 - (ii) the Secretary receiving a notice under rule 9 (4), convene a general meeting to deal with the appeal to which that notice relates.
 - (d) must, after receiving a notice under rule 5 (4), convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Association at that next annual general meeting in relation to the Committee's rejection of his or her

application and the Association at that meeting must confirm or set aside the decision of the Committee.

- (2) The members making a request referred to in sub-rule (1) (c) (i) must-
 - (a) state in that request the purpose for which the special general meeting concerned is required; and
 - (b) sign that request.
- (3) If a special general meeting is not convened within the relevant period of 30 days referred to-
 - (a) in sub-rule (1) (c) (i), the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or
 - (b) in sub-rule (1) (c) (ii), the member who gave the notice concerned may him or herself convene a special general meeting as if he or she were the Committee.
- (4) When a special general meeting is convened under sub-rule (3) (a) or (b) the Association must pay the reasonable expenses of convening and holding the special general meeting.
- (5) Subject to sub-rule (7), the Secretary must give to all members not less than 14 days notice of a special general meeting and that notice must specify-
 - (a) when and where the general meeting concerned is to be held; and
 - (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
- (6) Subject to sub-rule (7), the Secretary must give to all members not less than 21 days notice of an annual general meeting and that notice must specify-
 - (a) when and where the annual general meeting is to be held;
 - (b) the particulars and order in which business is to be transacted, as follows-
 - (i) first, the consideration of the accounts and reports of the Committee;
 - (ii) second, the election of Committee members to replace outgoing Committee members; and
 - (iii) third, any other business requiring consideration by the Association at the general meeting.
- (7) A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary must give to all members not less than 21 days notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule (5) or (6), as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.
- (8) The Secretary must give a notice under sub-rule (5), (6) or (7) by-
 - (a) serving it on a member personally; or
 - (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 6.

(9) When a notice is sent by post under sub-rule (8) (b), sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

Quorum and proceedings at general meetings

17 (1) At a general meeting four members present in person constitute a quorum. This rule shall be varied as more members join the Association.

(2) If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 16 (5) or (6)-

- (a) as a result of a request or notice referred to in rule 16 (1) (c) or as a result of action taken under rule 16 (3) a quorum is not present, the general meeting lapses; or
- (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.

(3) If within 30 minutes of the time appointed by sub-rule (2) (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.

(4) The Chairperson may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.

(5) There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.

(6) When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 16 of the adjourned general meeting as if that general meeting were a fresh general meeting.

(7) At a general meeting-

- (a) an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to sub-rule (9); and
- (b) a special resolution put to the vote will be decided in accordance with section 24 of the Act as defined in rule 2, and, if a poll is demanded, in accordance with sub-rules (9) and (11).

(8) A declaration by the Chairman of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule (9).

(9) At a general meeting, a poll may be demanded by the Chairman or by three or more members present in person or by proxy and, if so demanded, must be taken in such manner as the Chairman directs.

(10) If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the Chairman of the result of the poll is evidence of the matter so declared.

(11) A poll demanded under sub-rule (9) must be taken immediately on that demand being made.

Minutes of meetings of the Association

18 (1) The Secretary must cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.

(2) The Chairman must ensure that the minutes taken of a general meeting or Committee meeting under sub-rule (1) are checked and signed as correct by the Chairman of the general meeting or Committee meeting to which those minutes relate or by the Chairman of the next succeeding general meeting or Committee meeting, as the case requires.

(3) When minutes have been entered and signed as correct under this rule, they are, until the contrary is proved, evidence that-

- (a) the general meeting or Committee meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;
- (b) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
- (c) all appointments or elections purporting to have been made at the meeting have been validly made.

Voting rights of members of Association

19 (1) Subject to these rules, each member present in person or by proxy at a general meeting is entitled to a deliberative vote.

Proxies of members of Association

20 A member (in this rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any general meeting.

Rules of Association

21 (1) The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act, which is as follows-

- (a) Subject to sub-rule (1) (d) and (1) (e), the Association may alter its rules by special resolution but not otherwise;
- (b) Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Association), the Association must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Committee

certifying that the resolution was duly passed as a special resolution and that the rules of the Association as so altered conform to the requirements of this Act;

- (c) An alteration of the rules of the Association does not take effect until sub-rule (1) (b) is complied with;
- (d) An alteration of the rules of the Association having effect to change the name of the association does not take effect until sub-rules (1) (a) to (1) (c) are complied with and the approval of the Commissioner is given to the change of name;
- (e) An alteration of the rules of the Association having effect to alter the objects or purposes of the association does not take effect until sub-rules (1) (a) to (1) (c) are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.

(2) These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

Common seal of Association

22 (1) The Association must have a common seal on which its corporate name appears in legible characters.

(2) The common seal of the Association must not be used without the express authority of the Committee and every use of that common seal must be recorded in the minute book referred to in rule 18.

(3) The affixing of the common seal of the Association must be witnessed by any two of the Chairperson, the Secretary and the Treasurer.

(4) The common seal of the Association must be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

Inspection of records, etc. of Association

23 A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

Disputes and mediation

24 (1) The grievance procedure set out in this rule applies to disputes under these rules between-

- (a) a member and another member; or
- (b) a member and the Association; or
- (c) if the Association provides services to non-members, those non-members who receive services from the Association, and the Association.

(2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

(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, hold a 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) in the case of a dispute between a member and another member, a person appointed by the Committee of the Association;

(ii) in the case of a dispute between a member or relevant non-member (as defined by sub-rule (1) (c)) and the Association, a person who is a mediator appointed to, or employed with, a not for profit organisation.

(5) A member of the Association can be a mediator.

(6) The mediator cannot be a member who is 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 that natural justice is accorded to the parties to the dispute throughout the mediation process.

(9) The mediator must not determine the dispute.

(10) The mediation must be confidential and without prejudice.

(11) 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.

Distribution of surplus property on winding up of Association

25 If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.