

Associations Incorporation Reform Act 2012

**RULES
for an
INCORPORATED ASSOCIATION
the
Bowen Therapists Federation of Australia
Incorporated
(BTFA)**



Australian registered Body Number: 110 761 281

Established 1998

PO Box 395 LEETON NSW 2705

1300 426 936

btfa-office@bowen.asn.au

Rules

Amendment 6 – 14 September 2014

TABLE OF PROVISIONS

<i>Rule Number</i>	<i>Page Number</i>
PART 1—PRELIMINARY	1
1 Name	1
2 Purposes	1
3 Financial year	1
4 Definitions	1
PART 2—POWERS OF ASSOCIATION	4
5 Powers of Association	4
6 Not for profit organisation	4
PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES	5
Division 1—Membership	5
7 Minimum number of members	5
8 Who is eligible to be a member	5
9 Application for membership	6
10 Consideration of application	6
11 New membership	6
12 Application and membership fee on joining	7
13 General rights of members	7
14 Associate members	8
15 Rights not transferable	8
16 Ceasing membership	8
17 Resigning as a member	8
18 Register of members	8
Division 2—Disciplinary action	9
19 Grounds for taking disciplinary action	9
20 Disciplinary subcommittee	9
21 Notice to member	9
22 Decision of subcommittee	10
23 Appeal rights	10
24 Conduct of disciplinary appeal meeting	11

Division 3 – Grievance procedure	11
25 Application	11
26 Parties must attempt to resolve the dispute	12
27 Appointment of mediator	12
28 Mediation process	12
29 Failure to resolve dispute by mediation	13
PART 4—GENERAL MEETINGS OF THE ASSOCIATION	14
30 Annual General Meetings	14
31 Special General Meetings	14
32 Special General Meeting held at request of members	14
33 Notice of General Meetings	15
34 Proxies	16
35 Use of technology	16
36 Quorum at General Meetings	16
37 Adjournment of General Meeting	17
38 Voting at General Meeting	17
39 Special resolutions	18
40 Determining whether resolution carried	18
41 Minutes of General Meeting	19
PART 5—COMMITTEE	20
Division 1—Powers of Committee	20
42 Role and powers	20
43 Delegation	20
Division 2—Composition of Committee and duties of members	21
44 Composition of Committee	21
45 General Duties	21
46 President and Vice-President	21
47 Secretary	22
48 Treasurer	22
Division 3—Election of Committee members and tenure of office	24
49 Who is eligible to be a Committee member	24
50 Positions to be declared vacant	24
51 Nominations	24
52 Election of Committee Members	25
53 Election of the Committee Executive	25
54 Ballot	26
55 Term of office	27
56 Vacation of office	27
57 Filling casual vacancies	28

Division 4—Meetings of Committee	29
58 Meetings of Committee	29
59 Notice of meetings	29
60 Urgent meetings	29
61 Procedure and order of business	29
62 Use of technology	30
63 Quorum	30
64 Voting	30
65 Conflict of interest	30
66 Minutes of meeting	31
67 Leave of absence	31
68 Costs of transport, accommodation and communication	31
PART 6—FINANCIAL MATTERS	32
69 Source of funds	32
70 Management of funds	32
71 Financial records	32
72 Financial statements	33
PART 7—GENERAL MATTERS	34
Division One	36
73 Common seal	34
74 Registered address	34
75 Notice requirements	34
76 Custody and inspection of books and records	35
77 Members liabilities	35
78 Winding up and cancellation	35
79 Alteration of Rules	36
Division Two – Affiliated Associations	36
80 Affiliated Associations	36
81 Resigning as a member	37
82 Grounds for taking disciplinary action	37
83 Affiliated Associations representation on Committee	37

Rules for the BTFA – an Incorporated Association

Note

Under section 46 of the **Associations Incorporation Reform Act 2012**, these Rules are taken to constitute the terms of a contract between the Association and its members.

PART 1—PRELIMINARY

1 Name

The name of the Incorporated Association is the 'Bowen Therapists Federation of Australia Incorporated' referred to herein as 'the Association' and otherwise informally abbreviated as 'the BTFA'.

Note

Under section 23 of the Act, the name of the Association and its registration number must appear on all its business documents.

2 Purposes

- (i) The Mission Statement: The Association is established to represent, promote, develop and regulate the professional practice and teaching of Bowen Therapy primarily in Australia and more generally overseas.
- (ii) Purposes - the purposes of the Association are:
 - (a) to establish and maintain a mutually supportive membership network of Bowen Therapists throughout Australia and more generally overseas;
 - (b) to establish and uphold industry standards and regulatory criteria for the practice and teaching of Bowen Therapy within the Association
 - (c) to represent and support the membership at the national level in matters affecting the professional practice, teaching, education, regulation, promotion and development of Bowen Therapy;
 - (d) to develop, promote and regulate a national CPE system;
 - (e) to promote public awareness of the benefits and availability of Bowen Therapy; and
 - (f) to liaise with and support like associations and Bowen Therapy groups to enhance the modality of Bowen Therapy and support the purposes of the BTFA

3 Financial year

The financial year of the Association is each period of 12 months ending on the last day of the financial year the 30 June.

4 Definitions

In these Rules—

Absolute majority of the Committee, means a majority of the committee members currently holding office and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting)

Accredited course means a training package, qualification or unit of competency registered as Vocational Educational Training (VET) and nationally recognised training

AGM means the **Annual General Meeting** of the BTFA

Approved course means a full course of Bowen Therapy accepted by the BTFA as a course of instruction developed to an equivalent level of the competency based training standards of nationally recognised training

Affiliated Association means any incorporated Bowen Therapists Association as may be recognised and thereby admitted to membership as provided in these rules.

Associate member means a member referred to in rule 14(1)

Associations Incorporation Reform Act 2012 (the Act) means Act under which the Association is regulated. Any reference to the Act also includes reference to the Associations Incorporation Reform Regulations 2012 (the Regulations)

Bowen means any therapy recognised by the Association as a valid interpretation of the therapy devised and practised by Mr Thomas Ambrose Bowen

Bylaws of the Association (or the Associations bylaws) means the bylaws made in accordance with these rules and the Act prescribing all matters required or permitted or necessary or convenient to be prescribed, for carrying out and giving effect to these rules and the purposes of the BTFA

Chairperson of a General Meeting or committee meeting, means the person chairing the meeting as required under rule 46

Committee means the BTFA Committee having management of the business of the Association and who were appointed for controlling and managing the affairs of the Association

Committee meeting means a meeting of the BTFA *Committee* held in accordance with these Rules

Committee member means a member of the Committee elected or appointed under Division 3 of Part 5

CPE means continuing professional education

Delegate means a member of an Affiliated Association elected or appointed by that Association to represent the Association at a General Meeting of the BTFA

Disciplinary appeal meeting means a meeting of the members of the Association convened under rule 23(3)

Disciplinary meeting means a meeting of the Committee convened for the purposes of rule 22

Disciplinary subcommittee means the subcommittee appointed under rule 20

Executive committee member means a member of the committee who is an office bearer: President, Vice President, Treasurer and Secretary

Financial year means the 12 month period specified in rule 3

General Meeting means a General Meeting of the members of the Association convened in accordance with Part 4 and includes an Annual General Meeting, a Special General Meeting and a disciplinary appeal meeting

Member means a member of the Association

Member entitled to vote means a member who under rule 13(2) is entitled to vote at a General Meeting

Ordinary committee member means a member of the Committee who is not an office-bearer of the Association as referred to in rule 53(1)

Registered therapist means a member who has been accepted as either a Practitioner or Therapist in accordance with their training, competency and experience

RTO means a Registered Training Organisation (or its successor), and are training providers registered by the Australian Skills Quality Authority (ASQA) (or, in some cases, a State regulator) to deliver Vocational Education and Training (VET)

Secretary means the person holding office under these rules as Secretary of the Association

Special resolution means a resolution that requires not less than three-quarters of the members voting at a General Meeting, whether in person or by proxy, to vote in favour of the resolution

Student member means a member who is currently enrolled in an approved or accredited course of Bowen Therapy and is not eligible for membership as a registered therapist

The Act means the **Associations Incorporation Reform Act 2012**

The Registrar means the Registrar of Incorporated Associations.

PART 2—POWERS OF ASSOCIATION

5 Powers of Association

- (1) Subject to the provisions of the Act, the Association has power to do all things incidental or conducive to achieve its purposes, ensure compliance with all legal obligations and ensure good governance.
- (2) Without limiting subrule (1), the Association 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 any terms and in any manner as it thinks fit;
 - (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;
 - (g) enter into any other contract it considers necessary or desirable to serve the purposes of the BTFA
 - (h) maintain by laws, policies and procedures for the proper management and administration of the BTFA and its purposes
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

6 Not for profit organisation

- (1) The Association must not distribute any surplus funds, income or assets directly or indirectly to its members.
- (2) Subrule (1) does not prevent the Association from paying a member—
 - (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member—if this is done in good faith on terms no more favourable than if the member was not a member.

Note

Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its members.

PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1—Membership

7 Minimum number of members

The Association must have at least 5 members.

8 Who is eligible to be a member

An Affiliated Association - see Part 7 Division Two for applicable rules;

Note: Where the procedure for an Affiliated Association to fulfil the requirements of a rule varies from that of an individual person, the procedures are specified in the rules of Part 7 Division Two

Any person who:

- (1) supports the purposes of the Association and meets one or more of the following criteria is eligible for membership:
 - (a) holds an accredited Certificate IV or qualifications in the modality of Bowen Therapy the equivalent of Certificate IV as approved by the Association in line with current National standards, or
 - (b) holds an accredited Diploma of Bowen Therapy or Advanced Diploma of Bowen Therapy, or
 - (c) is a student of an approved Bowen Therapy School, or
 - (d) owns (or is the authorised representative of) an approved Bowen Therapy course, or
 - (e) has a course/workshop recognised for Continuing Professions Education Points, or
 - (f) has been granted honorary or lifetime membership for extraordinary service to the Association.
- (2) Members eligible under clauses (1) (a) and (b) must hold and maintain current professional liability insurance, first aid certification and Continuing Professional Education requirements to maintain the practice of Bowen Therapy and maintain the status of Registered Therapist.
- (3) Members eligible under clause (1) (c) must hold and maintain current First Aid certification, be enrolled in an approved Bowen Therapy course and be covered by professional liability insurance of that course.
- (4) Members eligible under clauses (1) (d), (e) and (f) will be classed as Associate members if not eligible to be classed as a Registered Therapist.

Note:

To be an Associate member there is no requirement to maintain practitioner's liability insurance, First Aid certification or Continuing Professional Education points, notwithstanding professional requirements as course owners, tutors or any other professional requirement.

9 Application for membership

(1) All membership

To apply to become a member of the Association a person must submit an application addressed to the Secretary, at the National office address stating that the person—

- (a) wishes to become a member of the Association; and
- (b) supports the purposes of the Association; and
- (c) agrees to comply with these Rules; and
- (d) provides details of the category of membership being sought as outlined in clause 8.

(2) The application—

- (a) shall be made in writing, signed and dated by the applicant; and
- (b) shall be on such form as the Committee shall prescribe from time to time; and
- (c) be accompanied by the application fee and membership fee

Note 1:

The membership fee is the fee determined by the Association under rule 12 (1).

10 Consideration of application

- (1) As soon as practicable after an application for membership is received, the Committee must decide by resolution whether to accept or reject the application.
- (2) The Committee will advise National Office to notify the applicant in writing of its decision as soon as practicable after the decision is made.
- (3) If the Committee rejects the application, it must return any money accompanying the application to the applicant.
- (4) A reason may be given for the rejection of an application.

11 New membership

(1) If an application for membership is approved by the Committee—

- (a) the resolution to accept the membership must be recorded in the minutes of a committee meeting; and
- (b) the Committee must authorise, as soon as practicable the name and address, date of membership and membership status of the new member in the register of members.

(2) A person becomes a member of the Association and, subject to rule 13(2), is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—

- (a) the Committee approves the person's membership; or
- (b) the person pays the application fee and membership fee.

12 Application and membership fee on joining

- (1) At each Annual General Meeting, the Association must determine—
 - (a) the amount of the application fee and membership fee (if any) for the following financial year; and
 - (b) the date for payment of the membership fee.
- (2) The Association may determine varying membership fees for the various categories of membership.
- (3) The Association may determine that any new member who joins after the start of a financial year must, for that financial year, pay a fee equal to—
 - (a) the full annual subscription; or
 - (b) a pro rata annual subscription based on the remaining part of the financial year; or
 - (c) a fixed amount determined from time to time by the Committee.
- (4) The rights of a member (including the right to vote) who has not paid the annual membership by the due date are suspended until the membership fee is paid.
- (5) Any member whose subscription is outstanding for more than three calendar months after the due date for payment shall cease to be a member of the Federation, provided always that the Committee may reinstate such a person's membership on such terms as it thinks fit.
- (6) After a notified deferment of membership, any previous accredited full member, may be reinstated upon approval of the Committee with this reinstatement recorded in the minutes of the committee meeting, at their previous level provided they have remained professionally active in the Bowen Therapy industry and satisfy current membership requirements for that level of membership.

13 General rights of members

- (1) A member of the Association who is entitled to vote has the right—
 - (a) to receive notice of General Meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
 - (b) to submit items of business for consideration at a General Meeting within given rules; and
 - (c) to attend and be heard at General Meetings; and
 - (d) to vote at a General Meeting; and
 - (e) to have access to the minutes of General Meetings and other documents of the Association as provided under rule 76; and
 - (f) to inspect the register of members.

- (2) A member is entitled to vote if—
 - (a) the member is a member other than an associate or student member; and
 - (b) more than 30 business days have passed since he or she became a member of the Association; and
 - (c) the member's membership rights are not suspended for any reason; and
 - (d) is a financial member and has no outstanding fees or membership criteria

14 Associate members

- (1) An associate member must not vote but may have other rights as determined by the Committee or by resolution at a General Meeting.

15 Rights not transferable

The rights of a member are not transferable and end when membership ceases.

16 Ceasing membership

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a member of the Association, the Secretary must authorise, as soon as practicable, the entry of the date the person ceased to be a member in the register of members.

17 Resigning as a member

- (1) A member may resign by giving one month's written notice addressed to the Secretary.
- (2) A member is taken to have resigned if—
 - (a) the member's annual subscription is more than 3 months in arrears; or
 - (b) where no annual membership is payable—
 - (i) the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and
 - (ii) the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

18 Register of members

The Secretary must keep and maintain a register of members that includes—

- (a) for each current member—

- (i) the member's name;
 - (ii) the address for notice last given by the member;
 - (iii) the electronic details; not required under the Act
 - (iv) the date of becoming a member;
 - (v) a description of the category of membership;
 - (vi) details of qualifications and other requirements for Registered Therapists
 - (vii) any other information determined by the Committee; and
- (b) for each former member, the date of ceasing to be a member.

Any member may, at a reasonable time and free of charge, inspect the register of members.

Note

Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

Division 2—Disciplinary action

19 Grounds for taking disciplinary action

The Association may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses, or fails to support the purposes of the Association; or
- (c) has engaged in conduct unbecoming of a member or that is prejudicial to the interests or management of the Association or the professional practice of Bowen Therapy or the Associations activities.

20 Disciplinary subcommittee

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
 - (a) may be Committee members, members of the Association or anyone else; but
 - (b) must not be biased against, or in favour of, the member concerned.

21 Notice to member

- (1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
 - (a) stating that the Association proposes to take disciplinary action against the member; and

- (b) stating the grounds for the proposed disciplinary action; and
 - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting); and
 - (d) advising the member that he or she may do one or both of the following—
 - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
 - (e) setting out the member's appeal rights under rule 23.
- (2) The notice must be given no earlier than 30 days, and no later than 14 days, before the disciplinary meeting is held.

22 Decision of subcommittee

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
- (a) give the member an opportunity to be heard; and
 - (b) consider any written statement submitted by the member.
- (2) After complying with subrule (1), the disciplinary subcommittee may—
- (a) take no further action against the member; or
 - (b) subject to subrule (3)—
 - (i) reprimand the member; or
 - (ii) suspend the membership rights of the member for a specified period; or
 - (iii) expel the member from the Association.
- (3) The disciplinary subcommittee may not fine the member.
- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

23 Appeal rights

- (1) A person whose membership rights have been suspended or who has been expelled from the Association under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
- (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
 - (b) to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 30 days, after the notice is received.

- (4) Notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must—
 - (a) specify the date, time and place of the meeting; and
 - (b) state—
 - (i) the name of the person against whom the disciplinary action has been taken; and
 - (ii) the grounds for taking that action; and
 - (iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

24 Conduct of disciplinary appeal meeting

- (1) At a disciplinary appeal meeting—
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
 - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with subrule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

Division 3 – Grievance procedure

25 Application

- (1) The grievance procedure set out in this Division applies to disputes under these Rules between –
 - a member and another member;
 - a member and the Committee;
 - a member and the Association.

- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

26 Parties must attempt to resolve the dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

27 Appointment of mediator

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 26, the parties must within 10 days:

- (a) notify the Committee of the dispute; and
- (b) agree to or request the appointment of a mediator; and
- (c) attempt in good faith to settle the dispute by mediation.

- (2) The mediator must be:

- (a) a person chosen by agreement between the parties; or
- (b) in the absence of agreement:
 - (i) if the dispute is between a member and another member—a person appointed by the Committee; or
 - (ii) if the dispute is between a member and the Committee or the Association a person appointed or employed by the Dispute Settlement Centre of Victoria.

- (3) A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who:

- (a) has a personal interest in the dispute; or
- (b) is biased in favour of or against any party.

28 Mediation process

- (1) The mediator to the dispute, in conducting the mediation, must:

- (a) give each party every opportunity to be heard; and
- (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 throughout the mediation process.

(2) The mediator must not determine the dispute.

29 Failure to resolve dispute by mediation

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 4—GENERAL MEETINGS OF THE ASSOCIATION

30 Annual General Meetings

- (1) The Committee must convene an Annual General Meeting of the Association to be held within 5 months after the end of each financial year.
- (2) Despite subrule (1), the Association may hold its first Annual General Meeting at any time within 18 months after its incorporation.
- (3) The Committee may determine the date, time and place of the Annual General Meeting.
- (4) The ordinary business of the Annual General Meeting is as follows—
 - (a) to confirm the minutes of the previous Annual General Meeting and of any Special General Meetings held since the Annual General Meeting where minutes remain to be confirmed;
 - (b) to receive and consider—
 - (i) The annual report of the Committee -on the activities of the Association during the preceding financial year; and
 - (ii) the financial statements of the Association for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
 - (c) to elect the Committee for the following term
 - (d) to confirm or vary the amounts of the annual subscription and fees.
- (5) to conduct any other business of which notice has been given in accordance with these Rules.

31 Special General Meetings

- (1) Any General Meeting of the Association, other than an Annual General Meeting or a disciplinary appeal meeting, is a Special General Meeting.
- (2) The Committee may convene a Special General Meeting if it is deemed appropriate.
- (3) No business other than that set out in the notice under may be conducted at the meeting.

Note

General business may be considered at the meeting if it is included as an item for consideration in the notice under rule 33 and the majority of members at the meeting agree.

32 Special General Meeting held at request of members

The Committee must convene a Special General Meeting if a request to do so is made in accordance with subrule (2) by at least 5% of the total number of members.

- (2) A request for a Special General Meeting must—
 - (a) be in writing; and
 - (b) state the business to be considered at the meeting; and

- (c) state any resolutions to be proposed; and
 - (d) be accompanied by the names, signatures and membership numbers of the members requesting the meeting.
This authority may be provided individually or collectively and must contain an actual signature (an electronic signature is not sufficient; and
 - (e) be sent to the National Office or Secretary as required.
- (3) If the Committee does not convene a Special General Meeting within six weeks after the date on which the request is made, any one or more of the members making the request may convene the Special General Meeting.
- (4) A Special General Meeting convened by members under subrule (3)—
- (a) must be held within 3 months after the date on which the original request was made; and
 - (b) may only consider the business stated in that request.
 - (c) shall be convened in the same manner as General Meetings are convened by the Committee
- (5) The Chairperson of the Special General Meeting convened by members may submit reasonable actual expenses to the committee for consideration of reimbursement within 21 days of the meeting.

33 Notice of General Meetings

- (1) The Secretary (or, in the case of a Special General Meeting convened under rule 32(3), the members convening the meeting) must give to each member of the Association:
- (a) at least 21 days' notice of a General Meeting if a special resolution is to be proposed at the meeting; or
 - (b) at least 14 days' notice of a General Meeting in any other case.
- (2) The notice must—
- (a) specify the date, time and place of the meeting; and
 - (b) state the general nature of each item of business to be considered at the meeting; and
 - (c) if a special resolution is to be proposed:
 - (i) state in full the proposed resolution; and
 - (ii) state the intention to propose the resolution as a special resolution; and
 - (d) state the names of any persons known to be seeking election to the Committee at an Annual General Meeting; and
 - (e) comply with rule 34(5).
- (3) This rule (rule 33) does not apply to a disciplinary appeal meeting.

Note

Rule 23(4) sets out the requirements for notice of a disciplinary appeal meeting.

34 Proxies

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a General Meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) The Secretary shall be responsible to the Chair to ensure that the vote cast by the proxy is in accordance with the restricted authorisation
- (5) If the Committee has approved a form for the appointment of a proxy, the member must use that form.
- (6) Notice of a General Meeting given to a member under rule 33 must—
 - (a) state that the member may appoint another member as a proxy for the meeting; and
 - (b) include a copy of any form that the Committee has approved for the appointment of a proxy.
- (7) A form appointing a proxy must be provided to the Chairperson of the meeting for which the proxy is appointed no later than 24 hours before the commencement time of the meeting.
- (8) A person eligible to vote may not hold more than 3 proxies.

35 Use of technology

- (1) A member not physically present at a General Meeting may, if practical, be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other, provided that:
 - (a) notification of the intent to participate is provided to the BTFA 14 days prior to the meeting on the prescribed form, and
 - (b) fixed line only telecommunication is used to participate
- (2) For the purposes of this Part, a member participating in a General Meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

36 Quorum at General Meetings

- (1) The quorum for a General Meeting is the presence (physically, by proxy or as allowed under rule 35) of 5% of the members entitled to vote.

- (2) No item of business may be conducted at a general meeting unless a quorum of members is present during the time the meeting is considering that item.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a General Meeting—
 - (a) in the case of a meeting convened by, or at the request of, members under rule 32—the meeting must be dissolved;

Note

If a meeting convened by, or at the request of, members is dissolved under this subrule, the business that was to have been considered at the meeting is taken to have been dealt with. If members wish to have the business reconsidered at another special meeting, the members must make a new request under rule 32.

- (b) in any other case—
 - (i) the meeting must be adjourned to a date not more than 30 days after the adjournment; and
 - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a General Meeting has been adjourned under subrule (3)(b), the members present at the meeting (if not fewer than 3 and not represented by proxy) may proceed with the business of the meeting as if a quorum were present.

Note:

Rule 36(4) above is a provision only for a General Meeting which has been resumed after a previous adjournment

37 Adjournment of General Meeting

- (1) The Chairperson of a General Meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another day/time at the same place or at another place.
- (2) Without limiting subrule (1), a meeting may be adjourned—
 - (a) if there is insufficient time to deal with the business at hand; or
 - (b) to give the members more time to consider an item of business.

Example

The members may wish to have more time to examine the financial statements submitted by the Committee at an Annual General Meeting.

- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 33.

38 Voting at General Meeting

- (1) On any question arising at a General Meeting—
 - (a) subject to subrule (3), each member who is entitled to vote has one vote; and
 - (b) members may vote personally or by proxy; and
 - (c) except in the case of a special resolution, the question must be decided on a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (3) The confirmation of minutes of a previous meeting, may only be confirmed by members who were present at that previous meeting.
- (4) Rule 38(1)(b) does not apply to a vote at a disciplinary appeal meeting conducted under rule 24.

39 Special resolutions

- (1) A special resolution is passed if not less than three quarters of the members voting at a General Meeting (whether in person or by proxy) vote in favour of the resolution.

Note

In addition to certain matters specified in the Act, a special resolution is required—

- (a) to remove a committee member from office ;
- (b) to alter these Rules, including changing the name or any of the purposes of the Association.

40 Determining whether resolution carried

- (1) Subject to subsection (2), the Chairperson of a General Meeting may, on the basis of a show of hands, declare that a resolution has been:
 - (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or
 - (d) lost, and

an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
- (2) If a poll (where votes are cast in writing) is demanded by three or more members on any question:
 - (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
 - (b) the Chairperson must declare the result of the resolution on the basis of the poll.
- (3) A poll demanded on a question of an adjournment must be taken immediately.

- (4) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

41 Minutes of General Meeting

- (1) The Committee must ensure that minutes are taken and kept of each General Meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each Annual General Meeting must include:
 - (a) the names of the members attending the meeting (including any attending via electronic means); and
 - (b) proxy forms given to the Chairperson of the meeting under rule 34(6); and
 - (c) the financial statements submitted to the members in accordance with rule 30(4)(b)(ii); and
 - (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
 - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

PART 5—COMMITTEE

Division 1—Powers of Committee

42 Role and powers

- (1) The business of the Association must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the Association except those powers that these Rules or the Act require to be exercised by General Meetings of the members of the Association.
- (3) The Committee may—
 - (a) appoint and remove staff;
 - (b) establish subcommittees consisting primarily of members with terms of reference it considers appropriate.

43 Delegation

- (1) The Committee may delegate to a member of the Committee, a subcommittee, a member of the BTFA or staff, any of its powers and functions other than—
 - (a) this power of delegation; or
 - (b) a duty imposed on 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 a delegation wholly or in part.

Division 2—Composition of Committee and duties of members

44 Composition of Committee

The Committee will consist of—

- (1) Executive Members
 - (i) A President
 - (ii) A Vice President
 - (iii) A Treasurer
 - (iv) A Secretary
- (2) Ordinary members elected under rule 52.

45 General Duties

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties:
 - (a) with reasonable care and diligence; and
 - (b) in good faith in the best interests of the Association; and
 - (c) for a proper purpose.
- (4) Committee members and former committee members must not make improper use of—
 - (a) their position; or
 - (b) information acquired by virtue of holding their position—
so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

Note

See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated association.

- (5) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a General Meeting.

46 President and Vice-President

- (1) Subject to subrule (2), the President or, in the President's absence, the Vice-President is the Chairperson for any General Meetings and for any committee meetings.
- (2) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be—
 - (a) in the case of a General Meeting—a member elected by the other members of the Committee present; or

- (b) in the case of a committee meeting—a committee member elected by the other committee members present.

47 Secretary

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

Example

Under the Act, the secretary of an incorporated association is responsible for lodging documents of the Association with the Registrar.

- (2) The Secretary shall be responsible for:—
 - (a) maintenance of the register of members in accordance with rule 18; and
 - (b) keep custody of the common seal (if any) of the Association and, except for the financial records referred to in rule 71(3), all books, documents and securities of the Association in accordance with rules 73 and 76; and
 - (c) providing members with access to the register of members, the minutes of General Meetings and other books and documents, subject to the Act and these Rules; and
 - (d) performing any other duty or function imposed on the Secretary by these Rules.

Note:

The performance of Rule 47 (a), (b) and (c) may be delegated to a staff member

- (3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

48 Treasurer

- (1) The Treasurer shall ~~must~~ ensure
 - (a) all moneys paid to or received by the Association are received and receipts issued for those moneys in the name of the Association; and
 - (b) that all moneys received are paid into the account of the Association within 5 working days after receipt; and
 - (c) payments authorised by the Committee or by a General Meeting of the Association are paid from the Association's funds; and
 - (d) cheques are signed by at least 2 committee members.

Note:

The performance of Rule 48 (1) (a), (b) and (c) may be delegated to a staff member.

- (2) The Treasurer must—
 - (a) ensure that the financial records of the Association are kept in accordance with the Act; and
 - (b) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the Annual General Meeting of the Association; and
 - (c) coordinate the preparation of financial budgets and/or statements and shall submit a report on the finances at each Committee meeting.
- (3) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Association.

Division 3—Election of Committee members and tenure of office

49 Who is eligible to be a Committee member

Subject to rule 51(6) a member is eligible to be elected or appointed as a committee member if the member—

- (a) is 18 years or over; and
- (b) is entitled to vote at a General Meeting

50 Positions to be declared vacant

- (1) This rule applies to—
 - (a) the first Annual General Meeting of the Association after its incorporation; or
 - (b) any subsequent Annual General Meeting of the Association, after the annual report and financial statements of the Association have been received.
- (2) At each Annual General Meeting at least one third of the Committee, determined by the Committee, shall retire and the Chairperson of the meeting must elect new Committee members in accordance with rules 51 to 54.
- (3) Committee members appointed to fill vacancies under rule 57(1) must retire.

51 Nominations

- (1) Prior to each Annual General Meeting of the Association, members shall be entitled to nominate for the Committee.
An Affiliated Association may nominate one member of its Committee to the Committee. (Refer rule 83(1))
- (2) To nominate for Committee the nomination must be:
 - (a) made in writing; and
 - (b) signed by two members who are not nominating for Committee or who are currently members of the Committee.
A nomination from an Affiliated Association is confirmed by two signatures from its Committee (refer rule 83(1)); and
 - (c) accompanied by the written consent of the nominated member; and
 - (d) delivered to the Secretary or National Office of the Federation not less than 21 days before the date fixed for the Annual General Meeting at which the nomination is to be considered.
- (3) Each member of the Committee shall be elected from the nominations received, by a normal resolution of the Annual General Meeting.
- (4) A nominee elected to the Committee at an Annual General Meeting shall take up office on the Committee immediately following the closure of the Annual General Meeting at which the

election was made, and shall hold office, subject to these Clauses, until the conclusion of the next Annual General Meeting following the date of the election.

- (5) In the event of insufficient nominations, the Chairperson will call for nominations from the floor and when seconded these nominations will be eligible to stand for Committee. An eligible member of the Association may;
 - (a) nominate himself or herself; or
 - (b) with the member's consent, be nominated by another member.
- (6) A person is not eligible for election to Committee if they have a criminal record; have been accused or are currently under investigation for sexual misconduct or liability or other criminal or civil matters; or have knowingly falsified Association records.

52 Election of Committee Members

- (1) The Committee shall have a minimum of six (6) members and a maximum of eleven (11) members.
- (2) A single election may be held to fill all vacant positions in the Committee.
- (3) If the number of members nominated to fill existing vacancies on the committee is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position of Committee Member.
- (4) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 54.

Note:

A member is not eligible to hold simultaneously more than one position on the Committee.

53 Election of the Committee Executive

- (1) Immediately upon taking up office at the conclusion of each Annual General Meeting, the newly elected Committee shall meet and elect the Executive of the Association from amongst the members of the Committee.
- (2) The members of the Committee shall agree on one of their number to take the Chair for the conduct of the election of the following positions —

The Executive members of the Association shall be:

 - (a) President
 - (b) Vice-President
 - (c) Secretary
 - (d) Treasurer

- (3) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 54.

54 Ballot

This rule relates to election of members to Committee (when insufficient nominations refer rule 52(4)) also to election of an Executive position.

- (1) If a ballot is required for the election of one or more positions, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member nominated for the position or the committee.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to each member:
 - (a) For election of Committee members vide rule 53(4)
 - (i) present in person.
 - (ii) each proxy appointed by a member.

Example

If a member has been appointed the proxy of 3 other members, the member must be given 4 ballot papers—one for the member and one each for the other members.

- (b) For election of Executive position
 - (i) of the committee present in person.
- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—
 - (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
 - (b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- (10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (11) If the returning officer is unable to declare the result of an election under subrule (10) because 2 or more candidates received the same number of votes, the returning officer must—

- (a) conduct a further election for the position in accordance with subrules (4) to (10) to decide which candidate is to be elected; or
- (b) with the agreement of those candidates, decide by lot which of them is to be elected.

Examples

The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.

55 Term of office

- (1) Subject to subrule (3) and rules 56, 83(2) a committee member holds office until positions of the Committee are declared vacant at the next Annual General Meeting.
- (2) A committee member may be re-elected.
- (3) A General Meeting of the Association may—
 - (a) by special resolution remove a committee member from office; and
 - (b) elect an eligible member of the Association to fill the vacant position in accordance with this Division.
- (4) A Committee meeting of the Association may—
 - (a) by resolution remove a committee member from the position of an office-bearer, and the position shall then become vacant; and
 - (b) appoint an ordinary member of the Committee to fill the vacant Executive position.
 - (c) the member removed from the office-bearer position shall remain a member of the Committee.
 - (d) if an Executive position becomes vacant determine that the functions of the position shall be shared amongst the members of the Committee until the position is filled in accordance with sub rule 4(b)
- (5) A member who is the subject of a proposed special resolution under sub rule (3)(a) may make representations in writing to the Secretary or President of the Association and may request that the representations be provided to the members of the Association.
- (6) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

56 Vacation of office

- (1) A committee member may resign from the Committee by written notice addressed to the Committee.
- (2) A person ceases to be a committee member if he or she:
 - (a) ceases to be a member of the Association; or

- (b) dies; or
- (c) ceases to be a member of an Affiliated Association's committee; or
- (d) resigns the office; or
- (e) is removed from the Committee pursuant to rule 50(2) or;
- (f) becomes an insolvent or is placed under administration within the meaning of the Corporations Law; or
- (g) becomes subject to rule 51(6)
- (h) no longer has the capacity to perform the responsibilities of the office; or
- (i) otherwise ceases to be a committee member by operation of section 78 of the Act; or
- (j) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without a prior apology or leave of absence under rule 67.

Note

A Committee member may not hold the office of secretary if they do not reside in Australia.

57 Filling casual vacancies

- (1) The Committee may appoint an eligible member of the Association to fill a position on the Committee that—
 - (a) has become vacant under rule 56; or
 - (b) was not filled by election at the last Annual General Meeting.
- (2) Any vacancies occurring under sub rule (1) may provide consideration for representation across regional areas within the membership.
- (3) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (4) Rule 55 applies to any committee member appointed by the Committee under subrule (1) or (3).
- (5) The Committee may continue to act despite any vacancy in its membership.

Division 4—Meetings of Committee

58 Meetings of Committee

- (1) The Committee must meet at least 4 times in each year, the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the Annual General Meeting of the Association at which the members of the Committee were elected.
- (3) Special committee meetings may be convened by the President or by any 4 members of the Committee.

59 Notice of meetings

- (1) Oral or written notice of each Committee meeting must be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting.
- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened, except business which the Committee Members present at the meeting unanimously agree to treat as urgent business.

60 Urgent meetings

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 59 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

61 Procedure and order of business

- (1) The procedure to be followed at a meeting of a Committee 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.

62 Use of technology

- (1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) A committee member participating in a committee meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

63 Quorum

- (1) No business may be conducted at a Committee meeting unless a quorum is present.
- (2) The quorum for a committee meeting is the presence (in person or as allowed under rule 62 of a majority of the committee members holding office.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting—
 - (a) in the case of a special meeting—the meeting lapses;
 - (b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 59.
 - (c) if at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.

64 Voting

- (1) On any question arising at a committee meeting, each committee member present at the meeting has one vote.
- (2) A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.
- (3) Subrule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (4) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (5) Voting by proxy is not permitted.

65 Conflict of interest

- (1) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member—

- (a) must not be present while the matter is being considered at the meeting; and
- (b) must not vote on the matter.

Note

Under section 81(3) of the Act, if there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a General Meeting may be called to deal with the matter.

- (3) This rule does not apply to a material personal interest—
 - (a) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or
 - (b) that the member has in common with all, or a substantial proportion of, the members of the Association.

66 Minutes of meeting

- (1) The Committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following—
 - (a) the names of the members in attendance at the meeting;
 - (b) the business considered at the meeting;
 - (c) any resolution on which a vote is taken and the result of the vote;
 - (d) any material personal interest disclosed under rule 65.

67 Leave of absence

- (1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

68 Costs of transport, accommodation and communication

Reasonable costs of transport, accommodation and telephone/electronic communication of a member of the Committee arranging or attending:

- a meeting of the Committee, or
- a General Meeting,

may be funded by the Association, provided that the Association is financially viable at the time of the meeting and prior agreement has been sought and approved.

PART 6—FINANCIAL MATTERS

69 Source of funds

The funds of the Association may be derived from annual subscriptions of the membership, sponsorship, product endorsement, donations, fund-raising activities, grants, interest, bequests and any other sources approved by the Committee including borrowing from:

- (a) Banks
- (b) Financial institutions

Repayments may be secured by charging the property of the Association

70 Management of funds

- (1) The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue, without deduction, is deposited.
- (2) Subject to any restrictions imposed by a General Meeting of the Association, the Committee may approve expenditure on behalf of the Association, which shall be used to pursue the purpose of the Association in such manner as the Committee determines.
- (3) Borrowing of amounts in excess of \$50,000 must be approved by special resolution.
- (4) The Committee may authorise the Treasurer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (5) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 (two) committee members authorised to do so by the Committee.
- (6) All funds of the Association must be deposited into the financial account of the Association no later than 5 (five) working days after receipt.
- (7) 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.

71 Financial records

- (1) The Association must keep financial records that—
 - (a) correctly record and explain its transactions, financial position and performance; and
 - (b) enable financial statements to be prepared as required by the Act.
- (2) The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer, or such other person as the Committee may from time to time decide, must keep in his or her custody, or under his or her control—

- (a) the financial records for the current financial year; and
- (b) any other financial records as authorised by the Committee.

72 Financial statements

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- (2) Without limiting subrule (1), those requirements include—
 - (a) the preparation of the financial statements;
 - (b) the review or auditing of the financial statements;
 - (c) the certification of the financial statements by the Committee;
 - (d) the submission of the financial statements to the Annual General Meeting of the Association;
 - (e) lodgement with the Registrar

PART 7—GENERAL MATTERS

Division One

73 Common seal

- (1) The Association may have a common seal.
- (2) If the Association has a common seal—
 - (a) the name of the Association must appear in legible characters on the common seal;
 - (b) a document may only be sealed with the common seal by the authority of the Committee and the sealing must be witnessed by the signatures of two committee members
 - (c) the common seal must be kept in the custody of the Secretary or such other person as the Committee may from time to time decide. Any delegation is to be recorded in Committee minutes

74 Registered address

The registered address of the Association is—

- (a) the address determined from time to time by resolution of the Committee; or
- (b) if the Committee has not determined an address to be the registered address—the postal address of the National Office.

75 Notice requirements

- (1) Any notice required to be given to a member or a committee member under these Rules may be given—
 - (a) by handing the notice to the member personally; or
 - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
 - (c) by email, facsimile transmission or other electronic means.
- (2) Subrule (1) does not apply to notice given under rule 60.
- (3) Any notice required to be given to the Association or the Committee may be given—
 - (a) by handing the notice to a member of the Committee; or
 - (b) by sending the notice by post to the registered address; or
 - (c) by leaving the notice at the registered address; or
 - (d) if the Committee determines that it is appropriate in the circumstances—
 - (i) by email to the email address of the Association or the Secretary; or
 - (ii) by facsimile transmission to the facsimile number of the Association.

76 Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
 - (a) the register of members;
 - (b) the minutes of General Meetings;
 - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association.

Note

See note following rule 18 for details of access to the register of members.

- (2) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (3) The Committee must on request make copies of these rules available to members and applicants for membership which may incur a fee.
- (4) Subject to subrule (2), a member may make a copy of relevant documents of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—

 - (a) its bylaws
 - (b) its membership records;
 - (c) its financial statements;
 - (d) its financial records;
 - (e) records and documents relating to transactions, dealings, business or property of the Association.
- (6) The place of inspection of documents in subrule (1) will be mutually agreed within Australia.

77 Members liabilities

- (1) The liability of a member to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by these Rules
- (2) The loss of rights by a member shall not entitle that member to any refund of fee, subscription or levy paid to the Association nor shall it remove any liability for the payment of any fee, subscription or levy owing to the Association.

78 Winding up and cancellation

- (1) The Association may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets:
 - (a) upon amalgamation will be held in trust with the merged entity;
 - (b) in the event there is no amalgamation be given to the Tom Bowen Legacy Trust;
 - (c) in the event the Tom Bowen Legacy Trust no longer exists or is subject to official investigation or winding up be donated to a registered charity of the absolute majority of the committee

79 Alteration of Rules

These Rules may only be altered by special resolution of a General Meeting of the Association.

Note

An alteration of these Rules does not take effect unless or until it is approved by the Registrar.

Division Two – Affiliated Associations

80 Affiliated Associations

To apply to become a member of the Association, the Affiliated Association must submit a written application to the Secretary stating that the Affiliated Association:

- (a) is a State or Territory Bowen Therapists Association that is an incorporated body, that meets the standards of the Association; and
 - (b) supports the purposes of the Association; and
 - (c) agrees to comply with these Rules.
- (2) The application for an Affiliated Association—
- (a) shall be made in writing, signed by the applicant Association's Secretary and Chairperson, and shall be in such form as the Committee shall prescribe in bylaws; and
 - (c) the application fees and the first annual subscription be made within 30 days, of the acceptance being notified in accordance with the Clauses and bylaws of the Association

Note

The joining fee is the fee (if any) determined by the Association under rule 12(3).

An affiliated association becomes a member of the Association and, subject to rule 13(2), is entitled to exercise rights of membership from the date, whichever is the later, on which—

- (a) the Committee approves the Affiliated Association's membership;
or
- (b) the Affiliated Association pays the joining fee.

81 Resigning as a member

- (1) An Affiliated Association may resign by giving one month's written notice addressed to the Secretary. Such notice being signed by all current Committee Members of the Affiliated Association. Any Affiliated Association so resigning shall be liable for any outstanding subscriptions, which shall be received as a debt due to the Association.

Note

Rule 75(3) sets out how notice may be given to the Association.

82 Grounds for taking disciplinary action

- (1) If an Affiliated Association
 - (i) shows evidence of internal failure; or
 - (ii) amends, alters or otherwise changes its constitution in such a manner as to conflict with these Rules; or
 - (iii) fails to pay to the Association any monies due by the Affiliated Association to the Federation after due notice is given.
 - (iv) is guilty of any conduct which in the opinion of the Committee is unbecoming of an affiliated Association, or is prejudicial to the interests of the Federation or the modality of Bowen therapy

83 Affiliated Associations representation on Committee

- (1) Each Affiliated Association may nominate one member of its Committee as its delegate on the Committee of the BTFA:

in writing, signed by two members of the Affiliated Association's Committee who are not nominated members for the Committee of the BTFA.
- (2) Any member of the Committee representing an Affiliated Association who ceases to be a Committee member of that Association shall automatically cease to represent their Affiliated Association on the Committee.
