

**ASSOCIATIONS INCORPORATION ACT 1985 (SA)
HEARING AID AUDIOMETRIST SOCIETY OF AUSTRALIA
CONSTITUTION**

1. NAME

The name of this Society shall be the Hearing Aid Audiometrist Society of Australia (“**the Society**”).

2. DEFINITIONS

In these rules (“Constitution”), unless the contrary intention appears:-

“**Act**” means the Associations Incorporation Act 1985 (SA) and any Statutory modification thereof.

“**Executive**” means the Executive Board of the Society.

“**Financial year**” refers to the 12 months ending 30 June in any year.

“**Meeting**” means a General Meeting of Members of the Society convened in accordance with this Constitution.

“**Member**” means a person admitted to membership of the Society in accordance with this Constitution.

“**Office**” means the registered office of the Society.

“**Officer**” means an officer for the time being of the Society appointed pursuant to this Constitution.

“**Register**” means the register of members kept by the secretary of the Society.

“**Regulations**” means the Associations Incorporation Regulations 1995.

“**Rules**” means Rules made by the Executive pursuant to the authority vested in the Executive by this Constitution.

3. INTERPRETATION

Words importing the singular number include the plural number and vice versa and words importing masculine gender include the feminine gender and neuter gender and words importing persons include corporations.

Words or expressions contained in this Constitution shall be interpreted in accordance with the law in force in the State of South Australia.

4. OBJECTS AND PURPOSES

The object of the Society is to regulate the practice of Audiometry for the purpose of ensuring the uniform delivery of high quality care throughout Australia to the hearing impaired and in particular:-

- 4.1** to support the professional development of its members in order that they will continue to deliver quality hearing services to the hearing impaired.
 - 4.1.1** to maintain, evaluate and improve the clinical competency and ethical standards relevant to the profession of Audiometry;
 - 4.1.2** to ensure qualifications and clinical standards of members meet the requirements of the Society and industry best practice;
 - 4.1.3** to promote cooperation with members of the medical and other allied health professions;
 - 4.1.4** to improve the communication ability of the hearing impaired so as to increase their enjoyment of life;
 - 4.1.5** to ensure accurate information is disseminated to the public in regard to hearing health care;
 - 4.1.6** to provide relevant continuing education events and facilities for the members of the Society;
 - 4.1.7** to liaise with and assist similar organisations to further enhance the quality of services delivered to the hearing impaired community;
 - 4.1.8** to subscribe to, amalgamate with, become a member of or cooperate with any Society or organisation, whether incorporated or not, whose objectives are wholly or in part similar to those of the Society;
 - 4.1.9** in furtherance of the objectives of the Society, to buy, sell or provide items and literature the Members of the Society may find of benefit;
 - 4.1.10** to purchase, lease or hire any lands, buildings, easements or property, capable of being conveniently used in connection with any of these aims. In case the Society shall take or hold any property which may be subject to any trusts, the Society shall only deal with the same in such manner as is allowed by Law having regard to such trusts;
 - 4.1.11** to enter into arrangements with any Government authority that may be conducive to the Society's objects and to obtain from any such Government authority any rights, privileges and concessions which the Society thinks it beneficial and ethical to obtain;
 - 4.1.12** to appoint, employ or remove any staff as may be necessary or convenient for the purposes of the Society;

- 4.1.13** establish and support or aid Societys, institutions, funds or trusts, -calculated to benefit of the Society by way of charitable or benevolent projects, or for any public, general or useful objective;
- 4.1.14** to construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem likely, whether directly or indirectly, to advance the Society's interests, and contribute to, subsidize or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- 4.1.15** to invest and deal with the money of the Society not immediately required in such manner as may be permitted by Law for the investment of trust funds;
- 4.1.16** to borrow or raise or secure the payment of money in such manner as the Society may think fit and to secure the same or the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Society in any way and in particular by the issue of debentures or otherwise charged upon all or any of the Society's property, (both present and future), and to purchase, redeem or pay off any such securities;
- 4.1.17** to make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- 4.1.18** to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Society;
- 4.1.19** to take or hold mortgages, liens and charges to secure payment of the purchase price or any unpaid balance of the purchase price, of any part of the Society's property of whatsoever kind sold by the Society, or any money due to the Society from purchasers or others;
- 4.1.20** to take any gift of property permitted by this Constitution whether subject to any special trust or not, for any one or more of the aims of the Society;
- 4.1.21** to take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Society in the form of donations, annual subscriptions or otherwise;
- 4.1.22** to print and publish any newspaper, periodicals, books or leaflets that the Society may think desirable for the promotion of its aims;
- 4.1.23** to make donations for charitable purposes;

4.1.24 to do all such other things as are incidental or conducive to the attainment of the aims and the exercise of the powers of the Society;

5. POWERS

The Society shall have all the powers conferred by the Act which power shall be exercisable by the Executive subject to such modifications and exclusions as are specified in this Constitution.

6. MEMBERSHIP

6.1 The initial members of the Society shall be ten (10) who shall comprise the Executive.

6.2 Subject to the following provisions of this Constitution and the Rules, the Executive shall determine all matters relating to membership.

6.3 A person may become a member of the Society by reference to that category of membership hereafter stated appropriate to his qualifications specified by application:-

6.3.1 FULL MEMBER

A person may apply to be admitted as a full member of the Society upon providing evidence to the Executive that he has attained, as a minimum, a Certificate IV in Audiometry, or Diploma of Hearing Device Prescription and Evaluation (post 2008), or equivalent from a participating Registered Training Organisation, TAFE(NSW). The applicant will have completed not less than two (2) years full time or equivalent post graduate clinical experience under the supervision of a current Full member of the Society or a clinician who is recognised by the Society as a Full member of another professional Society. The agreed Supervisor must have at least five (5) years full time or equivalent, clinical experience and be approved by the Executive. An applicant for Full membership will be able to demonstrate, via compulsory competency examination, that they have the necessary clinical competencies to work independently as a clinical practitioner within the scope of their qualification. A full member is subject to compulsory CPED requirements in the same manner as other categories of membership.

6.3.2 ASSOCIATE MEMBER

Subject to the Rules, a person may apply to be admitted as an Associate Member of the Society upon providing evidence to the executive that he holds a Certificate IV in Audiometry awarded by TAFE (NSW), or Diploma of Hearing Device Prescription and Evaluation (post 2008), or other participating Registered Training Organisation, but has not yet completed two (2) years full time (or

equivalent) supervised, post graduate, clinical training and must be employed a minimum of 30 hours per week [AM:OSQ].

The applicant's clinical supervisor may be a Full member of the Society or a clinician who is a Full member of another industry professional body who is able to provide evidence to the Executive that he holds the same qualification (or higher) and experience as a Full Member of the Society who is approved to be a supervisor of a student or Associate. A copy of the Certificate IV in Audiometry or Diploma of Hearing Device Prescription and Evaluation (post 2008), and a letter of undertaking from the applicant's current employer and supervisor/s must accompany the application along with the prescribed Supervisor's plan.

Documentation of clinical experience must be recorded in a detailed, sequential manner and retained throughout the period of supervision. An Associate member is subject to compulsory CPED requirements in the same manner as other categories of membership.

An Associate member is expected to participate in all relevant discussion and activities associated with membership of the Society and to share his or her opinion on any Society matter, but shall not be entitled to vote or hold office in the Society.

6.3.3 ASSOCIATE MEMBER (OVERSEAS QUALIFICATION)

Subject to the Rules, a person may apply to be admitted as an Associate Member (Overseas Qualification) upon providing verifiable evidence to the Executive that he holds appropriate qualifications gained outside of Australia and has appropriate experience (whether within Australia or outside of Australia) to be accepted as such an Associate Member in the opinion of the Executive.

6.3.4 STUDENT MEMBER

A person may apply to be admitted as a Student Member of the Society upon providing evidence to the Executive that he is currently studying the Certificate IV in Audiometry (Course 3064 final year) or the Certificate IV in Audiometric Assessment (Course 18272), or Diploma of Hearing Device Prescription and Evaluation (post 2008), or through a Registered Training Organization (RTO), (TAFE NSW,). The applicant will need to forward evidence of current enrolment and letter of confirmation from their clinical supervisor. Students are expected to have completed a 6 month orientation phase of general industry experience before providing hearing services to clients as per the Society's Supervision Cascading Table.

The student's clinical supervisor may be a Full member of the Society or a clinician who is a Full member of another industry professional body who is able to provide evidence to the Membership Executive that he has the same qualification (or higher) and experience as a Full Member of the Society who is approved to be a supervisor of a student or Associate. A copy of the Certificate IV in Audiometry, or Diploma of Hearing Device Prescription and Evaluation (post 2008), and a letter of undertaking from the applicant's current employer and supervisor/s must accompany the application along with the prescribed Supervisor's plan.

A Student must participate in all relevant discussion and an activity associated with membership of the Society but shall not be entitled to vote or hold office in the Society.

A Student member is subject to the compulsory CPED requirements in the same manner as other categories of membership.

6.3.5 AFFILIATE MEMBER

A person may apply to be admitted as an Affiliate Member of the Society upon providing evidence to the Executive that he has an associated interest in the hearing health care industry but is not employed as a clinical practitioner. An Affiliate shall not be entitled to vote or hold office in the Society.

6.3.6 FELLOW MEMBER

A person being a Full Member of the Society may apply to be admitted as a Fellow Member upon providing evidence to the Executive that he has an outstanding degree of service and/or has made an outstanding contribution to the profession of Audiometry will be eligible to become a Fellow. A proposed Fellow must be nominated by a Full member and seconded by a Full member. Fellowship is granted to a member following consideration and approval by the Executive and the acceptance of the nomination by the general membership via secret ballot. Fellows will maintain full voting rights, may hold office in the Society and shall be subject to annual subscription fees and CPED requirements under the normal process.

6.3.7 HONORARY LIFE MEMBER

A person may be admitted as an Honorary Life Member of the Society upon the recommendation of the Executive accepted by the members at the next Annual General Meeting. Such a person would have provided outstanding service to the hearing impaired and the hearing services industry over a number of years.

As an Honorary Life Member he or she would be able to act in an advisory capacity on any Executive if requested by the Executive and attend any meetings or functions. As an Honorary Life Member he or she would be exempt from entrance fees and annual subscriptions and would have no voting rights or be entitled to hold office in the Society.

7. APPLICATION FOR MEMBERSHIP

Any person who qualifies for membership within the category specified in clauses 6.3.1 – 6.3.7 inclusive and who applies for membership of the Society shall be proposed by one member and seconded by another member. The application for membership shall be made in writing, signed by the applicant and the proposer and seconder, and shall be in such form and the Executive shall prescribe from time to time. Upon the acceptance of the application by the Executive and upon payment of the application fee and the first annual subscription, the applicant shall be a member of the Society according to the appropriate category of membership as may be the subject of the application and as prescribed by this Constitution.

8. SUBSCRIPTIONS

8.1 The application and/or subscription fees for each class for membership (“the fees”) shall be such sum as the members shall determine from time to time in general meeting.

8.2 The application and/or subscription fees of each class of membership shall be payable annually on 1 July or at such other time as the Executive shall determine from time to time.

8.3 Any member whose subscription is outstanding for more than three months after the due date for payment shall cease to be a member of the Association, provided always that the Executive may reinstate such a person’s membership on such terms as it thinks fit.

9. MAINTENANCE OF FULL MEMBERSHIP

Full Members of the Society are required, for the purpose of retaining such status, to:-

9.1 remain competent at a level appropriate to the category of membership, in accordance with the requirements of the Society Standards of Practice.

9.2 fulfil the requirements of annual CPED participation;

9.3 accept investigation by the Executive or Peer Review Committee as required.

9.4 pay annual subscriptions, as determined from time to time in accordance with the Constitution of Society;

9.5 maintain either part time the equivalent of thirty (30) hours per week) or full time employment in the practice of audiometry.

10. VARIATION OF MEMBERSHIP STATUS

Where a member of any category is no longer able to meet the requirements of that members current membership status, the member shall be liable, in the discretion of the Executive, to have his membership category varied to that which is appropriate in the circumstances which variation shall continue until such time as the appropriate competencies are regained to the satisfaction of the Executive.

10.1 Members acknowledge and agree that, if their membership of the Society lapses, or is terminated, or they do not meet the Continuing Professional Education Development program requirements, the Society may notify the Office of Hearing Services ("the Office") of the termination without notifying or consulting the member where that member has an acknowledged status of Qualified Practitioner with the office.

11. RIGHTS OF MEMBERS

Subject to his or her category of membership, a member shall have the right:-

11.1 to vote by mail ballot on matters reserved to members;

11.2 to elect members to the Executive;

11.3 to hold office in the Society;

11.4 to serve on Executives and boards established by the Executive;

11.5 propose projects, ideas and suggestions to the Executive for consideration and possible action; and

11.6 to initiate procedures to remove Officers of the Executive.

12. REGISTRATION AND CERTIFICATION OF MEMBERSHIP

12.1 The Society shall keep a Register of Members maintained by the Secretary in which the name and relevant particulars of each member shall be recorded.

12.2 The Executive shall approve a form of certificate and shall issue to all members appropriate certification of their membership classification. Such certificate shall be issued under the seal of the Society and shall entitle the person to whom it is issued to use initials or insignia as the Executive may

authorise and approve. Certificates will be issued annually upon payment of membership dues and provision of evidence of required CPED participation. Special Certificates may be issued for member of 5, 10, 20, 30, and 50 years standing.

12.3 Certificates and insignia shall at all times remain the property of the Society and should a person cease to be a member, all certificates and insignia shall be returned to the Society within fourteen (14) days of ceasing to be a member

13. RESIGNATION

Any member may resign from the Society by giving notice in writing to the Secretary and will take effect when all outstanding fees are paid and all certificates and/or documents pertaining to the Society membership are returned to the Secretary.

14. EXPULSION

14.1 Subject to giving a member an opportunity to be heard or to make a written submission, the Executive may resolve to expel a member upon a charge of misconduct detrimental to the interests of the Society.

14.2 Particulars of the charge shall be communicated to the member at least one calendar month before the meeting of the Executive at which the matter will be determined.

14.3 the determination of the Executive shall be communicated to the member, and in the event of an adverse determination the member shall subject to clause 13.4 cease to be a member 14 days after the Executive has communicated it is determination to him.

14.4 it shall be open to a member to appeal to the Society in general meeting against the expulsion. The intention to appeal shall be communicated to the Secretary or Public Officer of the Society within 14 days after the determination of the Executive has been communicated to the member.

14.5 in the event of an appeal under clause 13.4 the appellant's membership of the Society shall not be terminated unless the determination of the Executive to expel the member is upheld by the members of the Society in general meeting after the appellant has been heard, and in such event membership will be terminated at the date of the general meeting at which the determination of the Society is upheld.

14.6 the Executive under the Rules may refer the matter or charge to the Peer Review Committee. The Peer Review Committee will report back to the Executive with their determination. The Executive will then determine the matter as per the Constitution or so direct the Peer Review Committee as per the Rules.

15. THE EXECUTIVE

- 15.1**the affairs, funds and property of the Society shall be managed and controlled exclusively by the Executive which in addition to any powers and authorities conferred by this Constitution may exercise all such powers and do all such things as are within the objects of the Society, and are not by the Act or by this Constitution required to be done by the Society in general meeting.
- 15.2**the Executive shall have the power to appoint such Officers and employees as are required to carry out the objects of the Society, including a Public Officer required by the Act, and may discuss or delegate any of its powers to such officers and employees.
- 15.3**the Executive shall be comprised of a President, Vice-President, Secretary and Treasurer and six Executive members all of whom shall be members of the Society.
- 15.4**the first Executive of the Society shall be appointed from the promoters of the Society, or be comprised of such persons as hold office prior to incorporation. The first Executive shall hold office until the first annual general meeting after incorporation at which time one half of the members of the Executive, who shall be chosen by ballot shall retire from the Executive but shall be eligible for reappointment. At each subsequent annual general meeting five of the longest serving members of the Executive shall retire and shall be eligible for reappointment.
- 15.5**the Executive may appoint a natural person to fill a casual vacancy, and such a Executive member shall hold office until the next annual general meeting of the Society and shall be eligible for reappointment.
- 15.6a** retiring Executive member shall be eligible to stand for re-election without nomination but no person not being a retiring Executive member shall be eligible to stand for election unless a member of the Society has nominated him at least twenty-eight days before the meeting by delivering the nomination of that person to the Secretary of the Society. The nomination shall be signed by the proposer and by the nominee to signify a willingness to stand for election.
- 15.7**not less that 14 days notice of all persons seeking election to the Executive shall be given to all members of the Society with the notice calling the meeting at which the election is to take place.
- 15.8**if only the required number of persons are nominated to fill existing vacancies, the Secretary shall report accordingly to the annual general meeting, and the President shall declare such persons duly elected as Executive members.

16. EX OFFICIO MEMBERSHIP

16.1 members of that Australian Public Company (limited by guarantee) and known as Hearing Aid Audiometrist Society of Australia (A.C.N 093 719 530) being members fully paid up and in good standing shall ex officio be eligible for membership of the Society according to that category of membership appropriate to the qualification of the member and as determined by the Executive;

16.2 payment of an initial application fee and the first annual subscription shall not be required of ex officio facta members unless so determined by the Executive having regard to the circumstances relevant to the ex officio member and principles of justice and equity.

17. DISQUALIFICATION OF EXECUTIVE MEMBERS

17.1 The office of an Executive member shall become vacant if a Executive member is:-

17.1.1 disqualified by the Act;

17.1.2 expelled under this Constitution, including any Rules publishes by the Executive in that respect;

17.1.3 permanently incapacitated by ill health;

17.1.4 absent without apology from more than three consecutive Executive meetings, or

17.1.5 absent more than three Executive meetings in a financial year;

17.1.6 no longer the duly appointed representative of a corporate member.

18. PROCEEDINGS OF THE EXECUTIVE

18.1 the Executive shall meet for the despatch of business at least monthly.

18.2 questions arising at any meeting shall be decided by a majority of votes, and in the event of equality of votes the President shall have a casting vote in addition to a deliberative vote.

18.3 a quorum for a meeting of the Executive shall be five members.

18.4 a member of the Executive having a pecuniary interest in a contract with the Society must disclose that interest to the Executive as required by the Act, and shall not vote with respect to that contract.

19. RULES BINDING ON SOCIETY MEMBERS

19.1The Executive may make rules (“the Rules”) for the purpose of carrying into effect the objects and purposes of the Society which Rules without limitation may prescribe matters relevant to:-

- 19.1.1** standards of practice;
- 19.1.2** continuing professional education (“CPED”) programs;
- 19.1.3** a code of ethics;
- 19.1.4** peer review and ethics process;
- 19.1.5** supervision agreements;
- 19.1.6** examination of competency;
- 19.1.7** overseas qualification and competency;
- 19.1.8** independent practice;
- 19.1.9** minimum academic qualifications;
- 19.1.10** minimum practical experience.

19.2a Rule shall come into effect 28 days following the publication by notice forwarded to members;

19.3a Rule may be amended, deleted, substituted or otherwise varied at the discretion of the Executive which amendments, deletions, substitutions or variations shall come into effect upon notification given to members in the manner specified in clause 24.8 (“the publication date”).

19.4the Rules and any variations of the Rules shall be binding upon members as and from the publication date and shall be prospective in nature unless clearly stated to be retrospective and the date of such retrospectivity stipulated in the notice.

20. FINANCIAL YEAR

The first financial year of the Society shall be period ending on 30 June in each year.

21. BORROWING POWERS

21.1Subject to this clause the Society may borrow money from banks or other financial institutions upon such terms and conditions as the Executive sees fit, and may secure the repayment thereof by charging the property of the Society.

21.2 Subject to s 53 of the Act the Society may invite and accept deposits of money from any person on such terms and conditions as may be determined by the Executive from time to time.

22. AMENDMENT ETC OF CONSTITUTION

22.1 Subject to approval by a resolution of the members of the Society, this Constitution may be altered (including an alteration to name), or be rescinded and replaced by a substituted provision or Constitution. Such an alteration shall be registered with the Commission as required by the Act.

22.2 The registered Constitution and Rule made pursuant to the Constitution shall bind the Society and every member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.

23 THE SEAL

23.1 The Society shall have a common seal upon which its corporate name shall appear in legible characters.

23.2 The seal shall not be used without the express authorisation of the Executive, and every use of the seal shall be recorded in the minute book of the Society. The affixing of the seal shall be witnessed by the President and the Public Officer or such other person or persons who may be prescribed by the Rules as so qualified:-

23.3 The seal shall be kept in the custody of the Secretary or such other person as the Executive may from time to time decide.

24 MEETINGS

24.1 The Executive may call a special general meeting of the Society at any time, and shall call an annual general meeting in accordance with the Act.

24.2 The first annual general meeting shall be held within eighteen (18) months after the incorporation of the Society, and thereafter within five months after the end of its financial year.

24.3 Upon a requisition in writing of not less than 50% of the total number of members of the Society, the Executive shall within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.

24.4 Every requisition for a special general meeting shall be signed by the members making the same and shall state the purpose of the meeting.

24.5 If a special general meeting is not convened within one month as required by paragraph 2.4.1 the requisitionists may convene a special general meeting. Such a meeting shall be convened in the same manner as a meeting convened by the Executive, and for this purpose the Executive shall ensure that the requisitions are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the Society.

24.6 Subject to clause at least fourteen days' notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting. In the case of an annual general meeting, the order of the business at the meeting shall be the consideration of the accounts and reports of the Executive and the auditors, the appointment of auditors and Executive members (if required), and any other business requiring consideration by the Society in general meeting.

24.7 Notice of a meeting at which a special resolution is to be proposed shall be given at least 21 days prior to the date of the meeting.

24.8A notice may be given by the Society to any member by serving the member with the notice personally, or by sending it by post to the address appearing in the register of members.

24.9 Where a notice is sent by post, service of the notice shall be deemed to be effected if it is properly addressed and posted to the member by ordinary prepaid mail.

25 PROCEEDINGS AT MEETINGS

25.1 Ten (10) members present personally or by proxy shall constitute a quorum at any general meeting.

25.2 If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the members present shall form a quorum.

25.3 The President of the Executive or if there shall be no President, then the Vice-President of the Executive or in their absence, or on their declining to take, or retiring from the chair, one of the Executive members chosen by meeting shall preside as President at every general meeting of the Society.

- 25.4** If the President or Vice-President are not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their number to be the President.
- 25.5** The President may with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- 25.6** When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as if that meeting were an original meeting of members.
- 25.7** At any general meeting, a resolution put to a vote shall be decided on a show of hands, and a declaration by the President of the meeting that a resolution has been carried or lost, shall unless a poll is demanded by conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.
- 25.8** If a poll is demanded by the President of the meeting or by three or more members present personally or by proxy, it shall be taken in such manner as the President shall determine. The result of such poll shall be the resolution of the meeting, except that in the case of a special resolution a majority of not less than three-quarters of the members who being entitled to do so vote personally or by proxy at the meeting is required.
- 25.9** A poll demanded on the election of a President of a meeting or on any question of an adjournment, shall be taken at the meeting and without adjournment.

26 MINUTES

- 26.1** Proper minutes of all proceedings of meetings of the Society and of meetings of the Executive, shall be entered within one month after the relevant meeting in minute books kept for the purpose.
- 26.2** The minutes kept pursuant to this rule shall be signed by the President of the meeting at which the proceedings took place or by the President of the next succeeding meeting.
- 26.3** Where minutes are entered and signed they shall until the contrary is proved be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

27. VOTING RIGHTS

27.1 Subject to voting rights vested by this Constitution with respect to category of membership, each paid up member present in person or by proxy at any meeting of the Society shall be entitled to one vote.

27.2 A member being a body corporate eligible to vote shall be entitled to appoint one person who need not be a member of the Society to represent it at a particular meeting or at all meetings of the Society. That person shall be appointed by the corporate member by a resolution of its board which shall be authenticated under its seal. Such a person shall be deemed to be a member of the Society for all purposes until the authority to represent the corporate member is revoked.

28. PROXIES

A member shall be entitled to appoint in writing a natural person who is also a member of the Society to be his proxy, and attend and vote at any meeting of the Society.

29. ACCOUNTS

The Society shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Society and, should it become necessary upon the Society attaining the status of a prescribed association, shall appoint an auditor in accordance with the Act.

30. WINDING-UP

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

31. APPLICATION OF SURPLUS ASSETS

If after the winding-up of the Society there remains 'surplus assets' as defined in the Act, such surplus assets shall be appropriated in accordance with this clause: namely by the payment or transfer of the surplus assets to an association or other body the objects of which most nearly coincide with the objects of the Society.