

# Rules of Association of ANZ Staff Club Australia Inc.

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Adopted by special resolution of members on 23 August  
2010 and approved by regulators on 16 September 2010.

Adopted by special resolution of members on 24 April  
2013.

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# Rules for an Incorporated Association

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## 1 Name

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The name of the incorporated association is ANZ Staff Club Australia Inc. **(the Association)**.

## 2 Definitions

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(a) In these Rules, unless the contrary intention appears:

Term	Meaning
<b>Annual Members</b>	All persons who are confirmed as members who, in respect of ANZ, are: <ol style="list-style-type: none"><li>1 contractors;</li><li>2 casual staff;</li><li>3 temporary staff;</li><li>4 employees of agencies contracted to ANZ; and</li><li>5 ANZ salaried employees who are currently on, or are about to commence parental leave, or other unpaid leave.</li></ol>
<b>ANZ</b>	Australia and New Zealand Banking Group Limited (ABN 11 005 357 522) of 833 Collins Street, Docklands VIC 3008 and a reference to ANZ in these Rules includes its subsidiaries (as defined in the Corporations Act 2001 (Cth)) and entities it controls.
<b>ANZ Committee Member</b>	a manager employed by ANZ and appointed by the ANZ Member from time to time to hold office as a member of the Committee.
<b>ANZ Member</b>	a subsidiary (as defined in the Corporations Act 2001 (Cth)) of ANZ nominated by ANZ from time to time.
<b>ANZ Salary Members</b>	all persons who are confirmed as members who are fulltime or part time staff paid directly by ANZ.
<b>Associate Members</b>	all persons who are confirmed as members who are due to cease employment with ANZ but who, while still employed by ANZ, apply

<b>Term</b>	<b>Meaning</b>
	for membership in the Association.
<b>Committee</b>	the committee of management of the Association.
<b>Cost Centre Members</b>	persons nominated by ANZ from time to time who hold membership for the purpose of accessing retail benefits for staff reward and recognition gifts.
<b>Financial year</b>	the year ending on 30 September.
<b>general meeting</b>	a general meeting of members convened in accordance with Rule 14.
<b>Life Members</b>	all persons who are eligible for admission as Life Members pursuant to the criteria set out in Rule 6(d).
<b>Local Advisory Representatives</b>	those persons who are appointed from time to time in accordance with Rule 23.
<b>Membership Categories</b>	means: <ol style="list-style-type: none"> <li>1 Annual Member;</li> <li>2 ANZ Member;</li> <li>3 ANZ Salary Member;</li> <li>4 Associate Member;</li> <li>5 Cost Centre Member;</li> <li>6 Life Member;</li> <li>7 Retired Officer; and</li> <li>8 any other category of membership with the rights, privileges and obligations determined by the Committee from time to time.</li> </ol>
<b>Membership Right</b>	the rights, privileges and obligations of a person by reason of membership of the Association as set out in Schedule 4.
<b>National Manager and Secretary</b>	the person appointed and employed by ANZ to: <ol style="list-style-type: none"> <li>1 perform the role and functions determined by the Committee from time to time;</li> <li>2 preside over general meetings;</li> <li>3 preside over committee meetings; and</li> <li>4 act as secretary of the Association.</li> </ol>

<b>Term</b>	<b>Meaning</b>
<b>Ordinary Committee Member</b>	each person appointed under Rule 24 from time to time in respect of a Regional Area.
<b>Regional Areas</b> <b>Queensland Club</b>	<ol style="list-style-type: none"> <li>1 New South Wales/Australian Capital Territory;</li> <li>2 Queensland;</li> <li>3 South Australia;</li> <li>4 Tasmania;</li> <li>5 Western Australia/Northern Territory;</li> <li>6 Victoria; or</li> </ol> <p>regional areas within Australia determined by the committee from time to time for the purpose of these Rules.</p> <p>ANZ Banking Group Staff Sports and Recreational Club Inc. ABN 21 634 017 980 of Level 7, 324 Queen Street, Brisbane QLD 4000.</p>
<b>Regional Co-ordinators</b> <b>Regional Areas</b>	<p>a person appointed and employed (including on a full time, part-time or casual basis) by ANZ from each Regional Area to:</p> <ol style="list-style-type: none"> <li>1 carry out the functions of the Association; and</li> <li>2 assist the National Manager and Secretary as needed,</li> <li>3 in relation to the interests of the members in their respective Regional Areas.</li> </ol> <p>New South Wales/Australian Capital Territory;</p> <ol style="list-style-type: none"> <li>4 Queensland;</li> <li>5 South Australia;</li> <li>6 Tasmania;</li> <li>7 Western Australia/Northern Territory;</li> <li>8 Victoria; or</li> </ol> <p>regional areas within Australia determined by the committee from time to time for the purpose of these Rules.</p>
<b>Regulations</b> <b>Regional Co-ordinators</b>	<p>regulations under the Act.</p> <p>a person appointed and employed (including on a full time, part-time or casual basis) by ANZ from each Regional Area to:</p> <ol style="list-style-type: none"> <li>9 carry out the functions of the Association; and</li> <li>10 assist the National Manager and Secretary as needed,</li> <li>11 in relation to the interests of the members in their respective Regional Areas.</li> </ol>
<b>Relevant documents</b> <b>Regulations</b>	has the same meaning as in the Act.
<b>Retired Officers</b>	<p>all persons who are confirmed as members who:</p> <ol style="list-style-type: none"> <li>1 have been employed by ANZ continuously for at least 30 years;</li> </ol>

Term	Meaning
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and

are due to cease employment with ANZ but who, while still employed by ANZ, apply for membership in the Association

- (b) In these Rules, a reference to the Secretary of an Association is a reference:
- (1) if a person holds office under these Rules as Secretary of the Association: to that person; and
  - (2) in any other case, to the public officer of the Association.

### 3 Statement of purposes

The purposes of the Association are to:

- (a) organise and encourage social activities for members;
- (b) promote fellowship and harmony among members;
- (c) provide benefits including goods and services to members; and
- (d) do all things necessary or desirable in the opinion of the Committee to promote the above purposes.

### 4 Income and property of Association

The income and property of the Association, however derived, must be applied solely towards promoting the purposes of the Association and no amount of that income or property must be paid or transferred, directly or indirectly, by dividend, bonus or otherwise to any member of the Association.

### 5 Alteration of the rules

- (a) Subject to Rules 5(b) and 18(b), these Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.
- (b) Before 31 October 2010, the Committee may, with the written approval of the ANZ Member, amend, vary, supplement or omit any of these Rules if the Committee considers it necessary or desirable to do so to ensure that these Rules comply with the Act and the regulations made under the Act.

### 6 Membership and subscription

- (a) A person who is not a member of the Association at the time of the incorporation of the Association (or who was a member at that time but has ceased to be a member) may be admitted to membership, but only if:
  - (1) he or she satisfies the requirements for a Membership Category;

- (2) he or she applies for membership in accordance with Rule 6(b) or 6(e);
  - (3) the admission as a member is approved in accordance with Rule 6(c)(2) or Rule 6(d)(2); and
  - (4) the member's name is recorded in the register of members in accordance with Rule 6(i).
- (b) An application for membership of any class other than Life Membership of the Association must be submitted
  - (1) in writing in the form published by the Committee from time to time; or
  - (2) electronically (in the form published by the Committee from time to time) via the Association's web address from time to time. The current web address is: [www.anzstaffclub.org.au](http://www.anzstaffclub.org.au)
- (c) As soon as practicable after the receipt of an application for membership of any class other than Life Membership, the Secretary or his or her nominee must:
  - (1) confirm the eligibility of the applicant with respect to the Membership Categories set out in these Rules; and
  - (2) subject to confirmation of the applicant's eligibility under Rule 6(c)(1), approve the applicant's membership of the Association.
- (d) A person is eligible to be admitted to the Association as a Life Member if:
  - (1) the person's application is endorsed in writing by at least one current member; and
  - (2) in the Committee's absolute discretion, the applicant's exceptional voluntary service to a State Club or the Association or both warrants the committee endorsing the applicant's application for Life Membership.
- (e) An Application for Life Membership must be submitted:
  - (1) in the form published by the committee from time to time, addressed to the Secretary of the Association; and
  - (2) with the supporting attachments listed in Rule 7(f) below.
- (f) For the purpose of Rule 7(e) the attachments are:
  - (1) a written notice of endorsement from at least one current member;
  - (2) a statement of the voluntary contribution of the applicant to a State Club or the Association or both; and
  - (3) such other attachments specified by the Committee from time to time.
- (g) If the committee approves an application for membership, the Secretary must, as soon as practicable:
  - (1) notify the applicant in writing (including by email) of the approval for membership; and
  - (2) request payment in accordance with Schedule 3 or as determined by the committee from time to time
- (h) The Secretary must, within twenty eight days of approving an application for membership under Rule 6(c)(2) or Rule 6(d)(2), enter the applicant's name in the register of members.
- (i) An applicant for membership becomes a member and is entitled to exercise the Membership Rights when his or her name is entered in the register of members.
- (j) If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing (including by email) that the application has been rejected.
- (k) Subject to Rule 6(l), a Membership Right:



- (1) is not capable of being transferred or transmitted to another person; and
- (2) terminates upon the cessation of membership whether by death, cessation of eligibility under the Membership Categories, resignation or otherwise.
- (l) Any Membership Rights of the ANZ Member by reason of membership of the Association may be transferred or transmitted to a subsidiary of ANZ or other person as nominated by ANZ from time to time.
- (m) The membership fees and payment requirements for each Membership Category are to be determined by the committee from time to time. The membership fees and payment requirements for each Membership Category as at the date that these Rules were adopted are set out in Schedule 3.

## 7 Register of members

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- (a) The Secretary must keep and maintain a register of members containing:
  - (1) the name, postal address and email address of each member; and
  - (2) the date on which each member's name was entered in the register.
- (b) The register is available for inspection free of charge by any member upon request.
- (c) A member may make a copy of entries in the register.
- (d) A member's use of information on the register of members must only be for:
  - (1) purposes directly related to the management of the Association; or
  - (2) purposes of the Association that have been approved by the committee and are not contrary to these Rules,
 including, for example, giving notice to members of meetings.

## 8 Ceasing membership

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- (a) A member of the Association who has paid all moneys due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of his or her intention to resign. If a member resigns as a member, the Association is not obliged to refund any portion of a subscription or membership fee paid by the member in advance.
- (b) After the expiry of the period referred to in Rule 8(a):
  - (1) the member ceases to be a member; and
  - (2) the Secretary must record in the register of members the date on which the member ceased to be a member.
- (c) A person who is registered as a member and then ceases to be eligible for membership under the Membership Category under which he or she was admitted as a member will have their membership cancelled on and from the date that they cease to be eligible under that Membership Category.
- (d) A person who ceases to be eligible for membership under the Membership Category under which he or she was admitted as a member must notify the Association in writing of this fact within [fourteen] days of cessation of eligibility.

## 9 Discipline, suspension and expulsion of members

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- (a) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution:
  - (1) suspend that member from membership of the Association for a specified period; or
  - (2) expel that member from the Association; or
  - (3) fine that member an amount not exceeding \$500.
- (b) A resolution of the committee under Rule 9(a) does not take effect unless:
  - (1) at a meeting held in accordance with Rule 9(c), the committee confirms the resolution; and
  - (2) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- (c) A meeting of the committee to confirm or revoke a resolution passed under Rule 9(a) must be held not earlier than fourteen days, and not later than twenty eight days, after notice has been given to the member in accordance with Rule 9(d).
- (d) For the purposes of giving notice in accordance with Rule 9(c), the Secretary must, as soon as practicable, cause to be given to the member a written notice:
  - (1) setting out the resolution of the committee and the grounds on which it is based; and
  - (2) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than fourteen days and not later than twenty eight days after the notice has been given to that member; and
  - (3) stating the date, place and time of that meeting; and
  - (4) informing the member that he or she may do one or both of the following:
    - (A) attend that meeting;
    - (B) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution; and
  - (5) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than forty eight hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (e) At a meeting of the committee to confirm or revoke a resolution passed under Rule 9(a), the committee must:
  - (1) give the member, or his or her representative, an opportunity to be heard; and
  - (2) give due consideration to any written statement submitted by the member; and
  - (3) determine by resolution whether to confirm or to revoke the resolution.
- (f) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than forty eight hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (g) If the Secretary receives a notice under Rule 9(f), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within twenty one days after the date on which the Secretary received the notice.
- (h) At a general meeting of the Association convened under Rule 9(g):

- (1) no business other than the question of the appeal may be conducted; and
  - (2) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
  - (3) the member, or his or her representative, must be given an opportunity to be heard; and
  - (4) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (i) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members present in person or by proxy vote in favour of the resolution. In any other case, the resolution is revoked.

## 10 Disputes and mediation

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- (a) The grievance procedure set out in this rule applies to disputes under these Rules between:
  - (1) a member and another member (other than the ANZ Member); or
  - (2) a member and the Association.
- (b) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within twenty one days after the dispute comes to the attention of all of the parties.
- (c) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within twenty one days, hold a meeting in the presence of a mediator.
- (d) The mediator must be:
  - (1) a person chosen by agreement between the parties; or
  - (2) in the absence of agreement:
    - (A) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
    - (B) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (e) A member of the Association can be a mediator.
- (f) The mediator cannot be a member who is a party to the dispute.
- (g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (h) The mediator, in conducting the mediation, must:
  - (1) give the parties to the mediation process every opportunity to be heard; and
  - (2) allow due consideration by all parties of any written statement submitted by any party; and
  - (3) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (i) The mediator must not determine the dispute.
- (j) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## 11 Annual general meetings

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- (a) The committee may determine the date, time and place of the annual general meeting of the Association.
- (b) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (c) The ordinary business of the annual general meeting shall be:
  - (1) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
  - (2) to receive from the committee reports upon the transactions of the Association during the last preceding financial year; and
  - (3) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- (d) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

## 12 Special general meetings

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- (a) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (b) All general meetings other than the annual general meeting are special general meetings.
- (c) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (d) If, but for this rule, more than fifteen months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (e) The committee must, on the request in writing of members representing not less than five per cent of the total number of members who ordinarily reside in each Regional Area, convene a special general meeting of the Association.
- (f) The request for a special general meeting must:
  - (1) state the objects of the meeting; and
  - (2) be signed by the members requesting the meeting; and
  - (3) be sent to the address of the Secretary.
- (g) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than three months after that date.
- (h) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

## 13 Special business

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All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

## 14 Notice of general meetings

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- (a) The Secretary of the Association, at least fourteen days, or if a special resolution has been proposed at least twenty one days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (b) Notice may be sent:
  - (1) by prepaid post to the address appearing in the register of members;
  - (2) by electronic transmission to the email address in the register of members; or
  - (3) if the member requests, by facsimile transmission.
- (c) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (d) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

## 15 Quorum at general meetings

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- (a) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (b) Five members, including the ANZ Member, personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- (c) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present:
  - (1) in the case of a meeting convened upon the request of members: the meeting must be dissolved; and
  - (2) in any other case: the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (d) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than three and including the ANZ Member) shall be a quorum.

## 16 Presiding at general meetings

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- (a) The National Manager shall preside as Chairperson at each general meeting of the Association.
- (b) If the National Manager and Secretary is absent from a general meeting, or is unable to preside, the ANZ Member must select one of the ANZ Committee Members to preside as Chairperson.

## 17 Adjournment of meetings

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- (a) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (b) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (c) If a meeting is adjourned for fourteen days or more, notice of the adjourned meeting must be given in accordance with Rule 14.
- (d) Except as provided in Rule 17(c), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

## 18 Voting at general meetings

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- (a) Subject to Rule 18(b), upon any question arising at a general meeting of the Association a member has one vote only.
- (b) No special resolution may be passed at a general meeting unless the ANZ Member votes in favour of that resolution.
- (c) All votes must be given personally or by proxy.
- (d) In the case of an equality of voting on a question, the ANZ Member at the meeting is entitled to exercise a second or casting vote.
- (e) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

## 19 Poll at general meetings

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- (a) Subject to Rule 19(b), if at a meeting a poll on any question is demanded by not less than five percent of all current members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (b) No resolution may be passed by poll at a general meeting unless the ANZ Member votes in favour of that resolution.
- (c) A poll that is demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

## 20 Manner of determining whether resolution carried

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- (a) If a question arising at a general meeting of the Association is determined on a show of hands:
  - (1) a declaration by the Chairperson that a resolution has been:
    - (A) carried; or
    - (B) carried unanimously; or
    - (C) carried by a particular majority; or
    - (D) lost; and
  - (2) an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (b) An entry in the minute book that a special resolution was carried at a general meeting of the Association in accordance with Rule 20(a) must confirm that the ANZ Member voted in favour of that resolution.

## 21 Proxies

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- (a) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than twenty four hours before the time of the meeting in respect of which the proxy is appointed.
- (b) Subject to law, the notice appointing the proxy must be:
  - (1) for a meeting of the Association convened under Rule 9(g), in the form set out in Schedule 1 or in an electronic form determined by the committee; or
  - (2) in any other case, in the form set out in Schedule 2 or in an electronic form determined by the committee.

## 22 Committee of management

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- (a) The affairs of the Association shall be managed by the committee of management.
- (b) The committee:
  - (1) shall control and manage the business and affairs of the Association; and
  - (2) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
  - (3) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
- (c) The ANZ Member may by written notice to the Association appoint and replace up to 4 ANZ Committee Members from time to time. In the written notice appointing an ANZ Committee Member, the ANZ Member must specify the term of the appointment.
- (d) The National Manager and Secretary from time to time will hold office as a member of the committee for so long as his or her employment in that role with the Association continues.

- (e) Upon these rules being adopted by special resolution of members at a meeting held on 31 August 2010, each member and office bearer of the committee of the Association in office immediately before adoption of these rules ceases to hold office.
- (f) On and from these rules being adopted by special resolution of members at a meeting held on 31 August 2010, the committee shall consist of:
  - (1) 4 ANZ Committee Members;
  - (2) the National Manager and Secretary; and
  - (3) each Ordinary Committee Member.

## 23 Local Advisory Representatives

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- (a) Upon these rules being adopted by special resolution of members at a meeting held on 31 August 2010, the Ordinary Committee Member for Regional Area: Victoria will be, if willing and able to act, the person who held office as President of the Association immediately before adoption of these rules and that person will, subject to these Rules, hold office until the first annual general meeting held after adoption of these Rules. If that person is not willing or able to act, the Ordinary Committee Member for Regional Area: Victoria will be determined pursuant to rule 24(i).
- (b) The Ordinary Committee Member for Regional Area:
  - (1) New South Wales/Australian Capital Territory;
  - (2) Queensland;
  - (3) South Australia;
  - (4) Tasmania; and
  - (5) Western Australia/Northern Territory,
 will be, if willing and able to act, the person who held office as President of the referable State Club immediately before that State Club approved, at a special general meeting, the transfer of its assets to the Association and that person will, subject to these Rules, hold office until the first annual general meeting held after adoption of these Rules. If that person is not willing or able to act, the Ordinary Committee Member for the referable Regional Area will be determined pursuant to rule 24(i).
- (c) Within 60 days after the date that the last State Club holds a special general meeting to approve the transfer of its assets to the Association, the committee will seek expressions of interest from members who ordinarily reside in each Regional Area to act as Local Advisory Representatives until the first annual general meeting held after adoption of these Rules.
- (d) On and from calendar year 2011, each year:
  - (1) at least 21 days prior to the date fixed for the holding of the annual general meeting; or
  - (2) on such other date (including after revoking the appointment of a Local Advisory Representative under Rule 23(k)) determined by the committee which is not more than 12 months after the date of the last annual general meeting,
 the committee will seek expressions of interest from members who ordinarily reside in each Regional Area to act as Local Advisory Representatives.
- (e) Expressions of interest in accordance with Rule 23(c) or (d) must be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting or the date determined by the committee (as the case requires).



- (f) The committee will appoint between three and five Local Advisory Representatives in each Regional Area, selected from among those members who submitted an expression of interest in accordance with Rule 23(c) or (d).
- (g) Subject to rule 24(i), the Local Advisory Representatives for each Regional Area appointed under 23(f) will nominate one of their number to be appointed as the Ordinary Committee Member for that Regional Area.
- (h) If an Ordinary Committee Member for a Regional Area is appointed pursuant to Rules 24(a) or (b) then the Local Advisory Representatives may only make a nomination under Rule 24(g) for an appointment to take effect after the first annual general meeting held after adoption of these Rules.
- (i) The committee may approve the appointment of the nominated Ordinary Committee Member or appoint another Local Advisory Representative from that Regional Area to be the Ordinary Committee Member for that Regional Area.
- (j) The Local Advisory Representatives are to assist and advise the Regional Co-ordinator from their Regional Area in their roles including designing, planning and implementing functions and activities as a vo.
- (k) If the committee considers that relationships between Local Advisory Representatives for a Regional Area are not harmonious or conducive to effecting the purposes of the Association then the committee may revoke an appointment made under Rule 24(c) in relation to any or all of the Local Advisory Representatives for that Regional Area.
- (l) The Regional Co-ordinators and Local Advisory Representatives from each Regional Area may establish protocols and policies from time to time to assist them in fulfilling their functions under these Rules but such protocols and policies must be approved by the committee before taking effect.

## 24 Ordinary Committee Members

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- (a) Subject to these Rules, each Ordinary Committee Member shall hold office until the annual general meeting next after the date of appointment but is eligible for re-appointment.
- (b) Unless the committee determines otherwise, no Ordinary Committee Member may serve as the Ordinary Committee Member for a Regional Area for more than three consecutive years.
- (c) In the event of a casual vacancy occurring in the office of an Ordinary Committee Member, the Local Advisory Representatives for the Regional Area previously represented by that Ordinary Committee Member may nominate another Local Advisory Representative to fill the vacancy.
- (d) ANZ can either approve the appointment of the Local Advisory Representative nominated to fill the vacancy of the Ordinary Committee Member or select another Local Advisory Representative from that Regional Area to be appointed as the Ordinary Committee Member for that Regional Area.
- (e) The Local Advisory Representative appointed to fill the vacancy shall hold office as an Ordinary Committee Member, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

## 25 Vacancies

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The office of an officer of the Association, or of an Ordinary Committee Member, becomes vacant if the officer or member:

- (a) ceases to be a member of the Association; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Act; or
- (c) resigns from office by notice in writing given to the National Manager and Secretary.

## 26 Meetings of the committee

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- (a) The committee must meet at least three times in each year at such place and such times as the committee may determine.
- (b) Special meetings of the committee may be convened by the National Manager and Secretary or by any four members of the committee.

## 27 Notice of committee meetings

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- (a) Written notice of each committee meeting must be given to each member of the committee at least two business days before the date of the meeting.
- (b) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

## 28 Quorum for committee meetings

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- (a) Five members of the committee including at least one ANZ Committee Member constitute a quorum for the conduct of the business of a meeting of the committee.
- (b) No business may be conducted unless a quorum is present.
- (c) If within half an hour of the time appointed for the meeting a quorum is not present:
  - (1) in the case of a special meeting: the meeting lapses;
  - (2) in any other case: the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (d) If within half an hour of the time appointed for a meeting pursuant to rule 29(c)(2) a quorum is not present, the quorum for the adjourned meeting will be 2 ANZ Committee Members.
- (e) The committee may act notwithstanding any vacancy on the committee.

## 29 Presiding at committee meetings

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At meetings of the committee:

- (a) the National Manager and Secretary presides; or
- (b) if the National Manager and Secretary is absent, or is unable to preside, the ANZ Committee Members present must choose one of their number to preside.

## 30 Voting at committee meetings

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- (a) Questions arising at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee, shall be determined on a show of hands.
- (b) Each Ordinary Committee Member and the National Manager and Secretary present at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee (including the person presiding at the meeting), is entitled to one vote.
- (c) The ANZ Committee Members present at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee (including the person presiding at the meeting), are entitled to a cumulative ten votes which may be exercised by any one or all of the ANZ Committee Members present.
- (d) If four out of six Ordinary Committee Members disagree with a decision of the committee they may escalate the matter to the Group General Manager, Human Resources of ANZ from time to time for review.

## 31 Removal of committee member

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- (a) The Association in general meeting may, by resolution, remove any Ordinary Committee Member before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (b) An Ordinary Committee Member who is the subject of a proposed resolution referred to in Rule 31(a) may make representations in writing to the National Manager and Secretary of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (c) The National Manager and Secretary 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.

## 32 Minutes of meetings

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The National Manager and Secretary must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

## 33 Funds

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- (a) The committee must establish procedures to:
  - (1) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
  - (2) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.

- (c) The funds of the Association shall be derived from annual membership fees, donations and such other sources as the committee determines.

## 34 Notice to members

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- (a) Except for the requirement in Rule 14, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by:
  - (1) delivering the notice to the member personally; or
  - (2) sending it by prepaid post addressed to the member at that member's address shown in the register of members;
  - (3) sending it to the member's email address shown in the register of members; or
  - (4) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- (b) Unless a member has provided written evidence that notice received by way of email in accordance with Rule 34(a)(3) is not acceptable, notices sent to members by the ANZ Member or the committee may be sent in accordance with Rule 34(a)(3).

## 35 Winding up

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In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association (if any) must be disposed of to another club or organisation (**transferee**) whose objects and purposes are similar to those of the Association and the disposal to the transferee must be approved by a special resolution of the Association.

## 36 Custody and inspection of books and records

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- (a) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- (b) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (c) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

## Schedule 1

### Form of Appointment of Proxy for Meeting of Association Convened under Rule 10(g)

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I,

*(name)*

of

*(address)*

being a member of

*(name of Incorporated Association)*

appoint

*(name of proxy holder)*

of

*(address of proxy holder)*

being a member of that Incorporated Association, as my proxy to vote on my behalf at the  
appeal to the general meeting of the Association convened under Rule 10(g), to be held  
on—

*(date of meeting)*

and at any adjournment of that meeting.

I authorise my proxy to vote on my behalf at their discretion in respect of the following  
resolution: [insert details of resolution passed under Rule 10(a)]

Signed

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Date:

## Schedule 2

### Form of Appointment of Proxy

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I,

*(name)*

of

*(address)*

being a member of

*(name of Incorporated Association)*

appoint

*(name of proxy holder)*

of

*(address of proxy holder)*

being a member of that Incorporated Association, as my proxy to vote on my behalf at the  
\*annual/\*special general meeting of the Association to be held on—

*(date of meeting)*

and at any adjournment of that meeting.

My proxy is authorised to vote \*in favour of/\*against the following resolution: ***[insert  
details of resolution]***

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Signature

Date

\*Delete if not applicable

## Schedule 3

### Schedule of Fees

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Membership category	Membership fee
Annual Member	Either: 1 \$104.00 for a 12 month membership; 2 \$52.00 for a 6 month membership; or 3 \$26.00 for a 3 month membership.
ANZ Member	ANZ is deemed to have paid \$104.00 membership fee each year from incorporation of the Association.
ANZ Salary Member	\$4.00 per fortnight to be deducted from the employee's salary via ANZ's payroll system.
Associate Member	\$104.00 for a 12 month membership.
Cost Centre Member	\$104 per year.
Life Member	Free membership.
Retired Officer	\$24.50 per year.

## Schedule 4

### Membership Rights

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Type	Entitlement
Annual Member	All rights, privileges and obligations of a person by reason of membership of the Association.
ANZ Member	All rights, privileges and obligations of a person by reason of membership of the Association or as set out in these Rules as applicable to the ANZ Member.
ANZ Salary Member	All rights, privileges and obligations of a person by reason of membership of the Association.
Associate Member	All rights, privileges and obligations of a person by reason of membership of the Association
Cost Centre Member	All benefits offered to members, has no voting rights.
Life Member	All rights, privileges and obligations of a person by reason of membership of the Association.
Retired Officer	All rights, privileges and obligations of a person by reason of membership of the Association.