

Statement of the values, principles, functions and objectives of Friends of Grasslands Inc.

17 Mar 2015

Part A: Objectives

The following is a statement of the values, principles, functions and objectives of Friends of Grasslands Inc. For purposes of this statement:

"ecological agency" means a department, authority or other official agency of the government with the main responsibility, for the time being, for ecological issues within its jurisdiction;

"grasses" means

(a) where the term is used generally, species of grass indigenous to a particular area; and

(b) where the term is used to refer to Australia specifically, species of indigenous grass within the family *Poaceae* and including riverine and estuarine grasses;

"grasslands" means those ecological communities which have few or no trees and are dominated by native grasses; ecological communities within grasslands would include indigenous grass, forb, other plant, vertebrate, invertebrate, etc. species which make up a diverse community; grasslands include both "natural" and "secondary" grasslands.

"grassy ecosystems" means those ecological communities commonly known as grasslands, together with grassy woodlands and the like;

"grassy woodlands" means those instances of the ecological communities commonly known as woodlands where the under story is dominated by native grasses;

"natural grasslands" means grasslands which have been grasslands since European Settlement, whereas "secondary grasslands" refers to grasslands formed following the destruction or serious modification of a natural grassland or a non grassland community (eg a woody grassland).

DECLARATION

Friends of Grasslands Inc. operates wholly as a not-for-profit association. Funds of the association are used solely in promotion of the association's objectives and none is distributed, paid or transferred directly or indirectly as dividend, bonus or profit to members of the association.

VALUES AND PRINCIPLES

(1) The values and principles relating to grassy ecosystems which the organisation seeks to promote are:

(a) grassy ecosystems are an important part of global biological diversity;

(b) globally, natural grasslands, despite being one of the earth's major vegetation types, are in a poor state;

(c) the importance of grassland species and grassy ecosystems is understated and undervalued;

(d) this is likely to continue unless there is intervention to arrest and to rectify the situation;

(e) raising the interest and knowledge of communities and governments is fundamentally important;

(f) arresting the alarming decline of grassy ecosystems and grassland species is both an ethical and a practical obligation; and

(g) all species existing in the context of their natural environment, or persisting in an altered environment, have a right to continued existence and to continuing evolution.

(2) In all its activities and dealings with individuals and organisations, Friends of Grasslands Inc. should reflect principles of mutual respect, open communication, membership involvement, human diversity, non-discrimination and non-harassment.

FUNCTIONS

- (1) The broad function of the organisation is to take all possible steps and measures to uphold the values and to pursue the principles set out in the preceding clause, and to seek their application throughout Australia and, where practicable, more widely.
- (2) The specific functions of the organisation are:
- (a) to halt and reverse the decline of grassy ecosystems;
 - (b) to give particular attention to doing this in Australia; and
 - (c) in this regard, to give special attention to areas, zones or issues identified as priorities by the organisation from time to time.
- (3) **Establishment of the Public Fund.** The association will establish and maintain a public fund called Friends of Grasslands' Public Fund for the specific purpose of supporting the environmental objects/purposes of Friends of Grasslands. The Fund is established to receive all gifts of money or property for this purpose and any money received because of such gifts must be credited to its bank account. The Fund must not receive any other money or property into its account and it must comply with subdivision 30-E of the Income Tax Assessment Act 1997.

OBJECTIVES

- (1) The objectives to be pursued by the organisation in the undertaking of these functions include those objectives set out in the following subclause relating to -
- (a) education;
 - (b) contributions to hands-on conservation and management of specific areas and species;
 - (c) lobbying and other forms of participation in political and administrative processes and the like;
 - (d) liaison and research;
 - (e) legislation and planning; and
 - (f) standards of behaviour.
- (2) The specific objectives to be pursued include:
- (a) in relation to education, to develop and implement education programs, in relation to knowledge and understanding of grassy ecosystems, which are directed at -
 - (i) informing and enriching members of Friends of Grasslands Inc. and the wider community ; and
 - (ii) informing both individuals and organisations, including other conservation organisations;
 - (b) in relation to hands-on conservation and area and species management -
 - (i) to support and uphold the principle of self help by human communities in relation to the protection and re-establishment of grassy ecosystems as an adjunct to, and in support of, such action by both official agencies and the private sector;
 - (ii) to encourage members of the organisation to participate in such practical grasslands management; and
 - (iii) to identify and promote regimes and operational guidelines for individual and group participation in practical grasslands management.
 - (c) in relation to lobbying and analogous activities -
 - (i) to monitor measures proposed by, or taken by, governments, ecological authorities and others and to take all practicable steps to ensure such measures are consistent with the values and principles set out above;
 - (ii) to identify policies and regimes which would further these values and principles and to work to achieve their application by both the public and private sectors;
 - (iii) to utilise the media and other intermediaries vigorously in these regard; and
 - (iv) change, wherever necessary, the values and behaviours of those who have powers relevant to the wellbeing of grassy ecosystems and those who influence such persons;
 - (d) in relation to liaison and research -
 - (i) to facilitate identification and addressing of all causes of the decline of grassy ecosystems;

- (ii) to affiliate with relevant national and local environmental, ecological, planning, legal, educational, aesthetic and scientific organisations and to actively participate in their work;
- (iii) to affiliate or cooperate with such other organisations as would assist in the pursuit of these objectives;
- (e) in relation to legislation and planning -
 - (i) to ensure that adequate and appropriate legislative, policy and planning measures exist to protect grasses, grasslands and grassy ecosystems; and
 - (ii) to identify and rectify laws, policies and planning processes detrimental to grassy ecosystems;
- (f) in relation to standards of behaviour -
 - (i) recognise and show respect and tolerance for the views of individuals and organisations in the conduct of the organisations affairs and communications;
 - (ii) ensure that the organisation, or its members, do not discriminate against, or in any way harass, individuals and, to the contrary, recognise the richness of human diversity and the contribution each individual may make in his or her own way;
 - (iii) promote open communications and membership participation in the decisions and activities of the organisation; and
 - (iv) encourage these values in its members.

Part B: Rules

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The rules are generally based on the model rules under ACT legislation.

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PART I—PRELIMINARY

1. Interpretation

- (1) In these rules, unless a contrary intention appears—
 - “financial year” means the year ending on 31 December;
 - “member” means a member, however described, of the association;^[B]
 - “ordinary committee member” means a member of the committee who is not an office-bearer of the association as referred to in paragraph 12 (1) (a);
 - “secretary” means the person holding office under these rules as secretary of the association or, where no such person holds that office, the public officer of the association;
 - “the Act” means the *Associations Incorporation Act 1991*;
 - “the Regulations” means the *Associations Incorporation Regulations*.
- (2) In these rules—
 - (a) a reference to a function includes a reference to a power, authority and duty; and
 - (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.
- (3) The provisions of the *Interpretation Act 1967* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART II—MEMBERSHIP

2. Membership qualifications

A person or organisation supporting the values and objectives of the association is qualified to be a member unless he or she or the organisation has earlier been expelled from the association.

3. Application for membership

A person or organisation qualified to be a member may apply by completing all details requested on the association's current membership form, and lodging it at the address on the form, together with the sum payable under these rules by a member as the entrance fee and the first year's annual subscription. The secretary shall, on payment by the applicant of the prescribed fees, arrange to enter the new member's name and details in the register of members.

4. Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the association —

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of the membership.

5. Cessation of membership

Membership of the association ceases if the person or organisation —

- (a) dies or, in the case of an organisation, is wound up;
- (b) resigns from membership of the association;
- (c) is expelled from the association; or
- (d) fails to renew membership of the association.

Where a membership ceases, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

6. Resignation of membership

Resignation is only open to a member who has paid all amounts payable by the member to the association and simply requires notice being received in writing by the secretary.

7. Fee, subscriptions etc.

- (1) The entrance fee to the association is \$1, or if any other amount has been determined by resolution of the committee, such other amount.
- (2) The annual membership fee of the association is \$2 or, if any other amount has been determined by resolution of the committee, that other amount.
- (3) The association's membership year runs January-December and the annual membership fee for current members is payable before 1 May in each calendar year. Where a member joins the association after 1 September in any calendar year, the association could agree to take their fee as payment for not only the remainder of that year but also the next membership year.

8. Members' liabilities

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 rule 7.

9. Disciplining of members

- (1) Where the committee is of the opinion that a member—
 - (a) has persistently refused or neglected to comply with a provision of these rules;
 - or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association,
 the committee may, by resolution—
 - (c) expel the member from the association; or
 - (d) suspend the member from such rights and privileges of membership of the association as the committee may determine for a specified period.
- (2) A resolution of the committee under subrule (1) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subrule (3), confirms the resolution in accordance with this rule.
- (3) Where the committee passes a resolution under subrule (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member—
 - (a) setting out the resolution of the committee and the grounds on which it is based;
 - (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.
- (4) Subject to section 50 of the Act, at a meeting of the committee mentioned in subrule (2), the committee shall—
 - (a) give to the member mentioned in subrule (1) an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the committee by that member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution of the committee made under subrule (1).
- (5) Where the committee confirms a resolution under subrule (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under rule 10.
- (6) A resolution confirmed by the committee under subrule (4) does not take effect—

- (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
- (b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution in accordance with subrule 10 (4).

10. Right of appeal of disciplined member

- (1) A member may appeal to the association in general meeting against a resolution of the committee which is confirmed under subrule 9 (4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice under subrule (1), the secretary shall notify the committee which shall convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.
- (3) Subject to section 50 of the Act, at a general meeting of the association convened under subrule (2)—
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the committee and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the members present shall vote by secret ballot on the question of whether the resolution made under subrule 9 (4) should be confirmed or revoked.
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under subrule 9 (4), that resolution is confirmed.

PART III—LIFE MEMBERSHIPS

These categories of membership are subject to all qualifications that apply to ordinary membership specified in Rules 6 to 10 inclusive.

11. Voluntary Life Membership

Any financial member can apply to become a Life Member of the association —

- (a) this application shall be submitted in writing to the Secretary, and the association's committee is to consider the application and vote on its acceptance at the first subsequent committee meeting;
- (b) the fee for voluntary life membership shall be fifteen times the existing annual fee for a full membership and falls due as soon as success of the application is notified.

12. Honorary Life Membership

This is a special award through which the association can recognise exceptional service by a member or former member —

- (a) the association's committee can propose an award as part of the business of any general meeting of the association;
- (b) the person proposed will not be a current serving member of the committee (as defined in rule 14).
- (c) the general meeting will vote on the committee's proposal, with a majority vote indicating acceptance;
- (d) a maximum of two new honorary life members can be recognised in any calendar year;

PART IV—THE COMMITTEE

13. Powers of the committee

The committee, subject to the Act, the Regulations, these rules, and to any resolution passed by the association in general meeting—

- (a) shall control and manage the affairs of the association;
- (b) may exercise all such functions as may be exercised by the association other than those functions that are required by these rules to be exercised by the association in general meeting; and
- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

14. Constitution and membership

- (1) The committee shall consist of—
 - (a) the office-bearers of the association; and
 - (b) 11 ordinary committee members;^[4]each of whom shall be elected pursuant to rule 15 or appointed in accordance with subrule (4).
- (2) The office-bearers of the association shall be—
 - (a) the president;
 - (b) two vice-presidents;
 - (c) the treasurer; and
 - (d) the secretary.
- (3) Each member of the committee shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (4) In the event of a vacancy in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

15. Election of committee members

- (1) Nominations of candidates for election as office-bearers of the association or as ordinary committee members shall be made—
 - either (a) in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the nomination); such nomination shall be delivered to the secretary of the association not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.
 - or (b) from the floor of the annual general meeting at which the election is about to take place, provided that the nominee is present and agrees to accept nomination.
- (2) If insufficient nominations are received, any vacant positions remaining on the committee shall be deemed to be vacancies.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (5) The ballot for the election of office-bearers and ordinary committee members shall be conducted at the annual general meeting in such manner as the committee may direct.
- (6) A person is not eligible to simultaneously hold more than 1 position on the committee.

16. Secretary

- (1) The secretary of the association shall, as soon as practicable after being appointed as secretary, notify the association of his or her address.
- (2) The secretary shall keep minutes of—
 - (a) all elections and appointments of office-bearers and ordinary committee members;
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

17. Treasurer

- The treasurer of the association shall—
- (a) collect and receive all moneys due to the association and make all payments authorised by the association; and
 - (b) 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.

18. Vacancies

For the purposes of these rules, a vacancy in the office of a member of the committee occurs if the member—

- (a) dies;
- (b) ceases to be a member of the association;
- (c) resigns the office;
- (d) is removed from office pursuant to rule 19;
- (e) becomes an insolvent under administration within the meaning of the Corporations Law;
- (f) suffers from mental or physical incapacity;
- (g) is disqualified from office under subsection 63 (1) of the Act; or
- (h) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

19. Removal of committee members

The association in general meeting may by resolution, subject to section 50 of the Act, remove any member of the committee from the office of member of the committee before the expiration of the member's term of office.

20. Committee meetings and quorum

- (1) The committee shall meet at least 3 times in each calendar year at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by any member of the committee.
- (3) Oral or written notice of a meeting of the committee shall 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.
- (4) Notice of a meeting given under subrule (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business shall be transacted by the committee unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (7) 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.
- (8) At meetings of the committee—
 - (a) the president or in the absence of the president, the vice-president shall preside; or
 - (b) if the president and the vice-president are absent, 1 of the remaining members of the committee may be chosen by the members present to preside.

21. Delegation by committee to sub-committee

- (1) The committee may, by instrument in writing, delegate to 1 or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than—
 - (a) this power of delegation; and
 - (b) a function which is a function imposed on the committee by the Act, by any other law of the Territory, or by resolution of the association in general meeting.
- (2) A function, the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, the committee may continue to exercise any function delegated.

- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

22. Voting and decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to 1 vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to subrule 20 (5), the committee may act notwithstanding any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART V—GENERAL MEETINGS

23. Annual general meetings—holding of

- (1) With the exception of the first annual general meeting of the association, the association shall, at least once in each calendar year and within the period of 5 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association shall hold its first annual general meeting—
 - (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 5 months after the expiration of the first financial year of the association.
- (3) Subrules (1) and (2) have effect subject to the powers of the Registrar-General under section 120 of the Act in relation to extensions of time.

24. Annual general meetings—calling of and business at

- (1) The annual general meeting of the association shall, subject to the Act, be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be—
 - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the committee reports on the activities of the association during the last preceding financial year;
 - (c) to elect members of the committee, including office-bearers; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73 (1) of the Act; and
 - (e) to consider any proposal for honorary life membership (rule 12).
- (3) An annual general meeting shall be specified as such in the notice convening it in accordance with rule 26.
- (4) An annual general meeting shall be conducted in accordance with the provisions of this Part.

25. General meetings—calling of

- (1) The committee may, whenever it thinks fit, convene a general meeting of the association.
- (2) The committee shall, on the requisition in writing of not less than 5 per cent of the total number of members, convene a general meeting of the association.
- (3) A requisition of members for a general meeting—
 - (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisition;

- (c) shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.
- (4) If the committee fails to convene a general meeting within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any 1 or more of the members who made the requisition may convene a general meeting to be held not later than 3 months after that date.
- (5) A general meeting convened by a member or members referred to in subrule (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the association for any reasonable expense so incurred.

26. Notice

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting. Notice will be sent either by pre-paid post or, for consenting members (Rule 38(1) and (2)), by electronic means.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in subrule (1) specifying, in addition to the matter required under that subrule, the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to subrule 24 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

27. General meetings—procedure and quorum

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) 5 members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall constitute a quorum.

28. Presiding member

- (1) The president, or in the absence of the president, the vice-president, shall preside at each general meeting of the association.
- (2) If the president and the vice-president are absent from a general meeting, the members present shall elect 1 of their number to preside at the meeting.

29. Adjournment

- (1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

- (2) Where a general meeting is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subrules (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

30. Making of decisions

- (1) A question arising at a general meeting of the association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or 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.
- (2) At a general meeting of the association, a poll may be demanded by the person presiding or by not less than 3 members present at the meeting.
- (3) Where the poll is demanded at a general meeting, the poll shall be taken—
 - (a) immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

31. Voting

- (1) Subject to subrule (3), upon any question arising at a general meeting of the association a member has 1 vote only.
- (2) There shall be no proxy votes.
- (3) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

PART VI—MISCELLANEOUS

32. Funds—source

- (1) The funds of the association shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting and subject to section 114 of the Act, such other sources as the committee determines.
- (2) All money received by the association shall be deposited as soon as practicable and without deduction to the credit of the association's bank account.
- (3) The association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

33. Funds—management

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association shall be used in pursuance of the objects of the association in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee or employees of the association, being members of the committee or employees authorised to do so by the committee.

34. Rules for the Public Fund reflecting the requirements of taxation policy, especially Taxation Ruling 95/27.

- (1) The objective of the fund is to support Friends of Grasslands' environmental purposes.
- (2) Members of the public are to be invited to make gifts of money or property to the fund for the environmental purposes of the association.
- (3) Money from interest on donations, income derived from donated property, and money from the realisation of such property is to be deposited into the fund.
- (4) A separate bank account is to be opened to deposit money donated to the fund, including interest accruing thereon, and gifts to it are to be kept separate from other funds of the

association.

- (5) Receipts are to be issued in the name of the fund and proper accounting records and procedures are to be kept and used for the fund.
- (6) The fund will be operated on a not-for-profit basis.
- (7) A committee of management of no fewer than three persons will administer the fund. The committee will be appointed by the association. A majority of the members of the committee are required to be 'responsible persons' as defined by the Guidelines to the Register of Environmental Organisations.

35. Operation of the Public Fund

- (1) Requirements of the Public Fund. The association must inform the Department responsible for the environment as soon as possible if (a) it changes its name or the name of its public fund; or (b) there is any change to the membership of the management committee of the public fund; or (c) there has been any departure from the model rules for public funds located in the Guidelines to the Register of Environmental Organisations.
- (2) Ministerial Rules. The association agrees to comply with any rules that the Treasurer and the Minister with responsibility for the environment may make to ensure that gifts made to the fund are only used for its principal purpose.
- (3) Not-for-Profit. The income and property of the association shall be used and applied solely in promotion of its objects and no portion shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or by way of profit to members, directors, or trustees of the association.
- (4) Conduit Policy. Any allocation of funds or property to other persons or organisations will be made in accordance with the established purposes of the association and not be influenced by the preference of the donor.
- (5) Winding-up. In case of the winding-up of the Fund, any surplus assets are to be transferred to another fund with similar objectives that is on the Register of Environmental Organisations.
- (6) Statistical Information. Statistical information requested by the Department on donations to the Public Fund will be provided within four months of the end of the financial year. An audited financial statement for the association and its public fund will be supplied with the annual statistical return. The statement will provide information on the expenditure of public fund monies and the management of public fund assets.

36. Alteration of objects and rules

Neither the objects of the association referred to in section 29 of the Act nor these rules shall be altered except in accordance with the Act.

37. Common seal

- (1) The common seal of the association shall be kept in the custody of the secretary.
- (2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the secretary.

38. Custody of books

Subject to the Act, the Regulations and these rules, the secretary shall keep in his or her custody or under his or her control all records, books, and other documents relating to the association.

39. Inspection of books

The records, books and other documents of the association shall be open to inspection at a place in the Territory, free of charge, by a member of the association at any reasonable hour.

40. Service of notice

- (1) For the purpose of these rules, a notice may be served by or on behalf of the association upon any member either personally, or by sending it by post to the member at the member's address shown in the register of members, or electronically, in the case of a member who has consented to receive communication from the association in written electronic form, at the e-address recorded in the register of members.
- (2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post. In the case of electronic

communication to a consenting member, the date of serving is deemed to be the date of its despatch.

41. **Surplus property**

- (1) At the first general meeting of the association, the association shall pass a special resolution nominating—
 - (a) another association for the purpose of paragraph 92 (1) (a) of the Act; or
 - (b) a fund, authority or institution for the purpose of paragraph 92 (1) (b) of the Act,in which it is to vest its surplus property in the event of the dissolution or winding up of the association.
- (2) An association nominated under paragraph (1) (a) must fulfil the requirements specified in subsection 92 (2) of the Act.