

**THE AUSTRALIAN ASSOCIATION OF
AGRICULTURAL CONSULTANTS (WA) INC**

**THE CONSTITUTION OF THE AUSTRALIAN
ASSOCIATION OF AGRICULTURAL CONSULTANTS
(WA) INC
AS AT 7 AUGUST 2017**

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PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE AUSTRALIAN ASSOCIATION OF AGRICULTURAL CONSULTANTS (WA) INC

NAME

1. The name of the Association is the “Australian Association of Agricultural Consultants (WA) Inc”.

INTERPRETATION

In these rules and in any regulations and/or by-laws made pursuant to these Rules, unless the contrary intention appears:

“**AAAC**” means the Australian Association of Agricultural Consultants (WA) Inc.

“**Act**” means the *Associations Incorporation Act (WA)*, 2015.

“**Business Day**” means any day except a Saturday, Sunday or public holiday in Western Australia.

“**Complaint**” means an allegation by a Person that a member of the AAAC has breached one of the AAAC’s rules, negotiations, by-laws and/or codes of conduct, together with a request by that Person that the matter be referred to a Professional Standards Tribunal hearing.

“**General Meeting**” means the Annual General Meetings or Special General Meetings of members of the AAAC held by the AAAC as referred to in Rules 92 and 95.

“**Logo**” means the symbol or other small design designated by the Management Committee from time to time as the logo of the AAAC.

“**Management Committee**” means the committee of management as provided for in clause 55 of these Rules.

“**Members**” means Members of the various classes of Membership of the AAAC as provided for in these rules.

“**Person**” means a natural person of either sex, a public body, company, partnership, or association or body of persons, corporate or unincorporate.

“**Pre-September 2004 Rules**” means the rules of the AAAC in effect immediately prior to the coming into effect of Rules adopted by the AAAC at its Annual General Meeting held on 3 September 2004.

“**Special Resolution**” means a resolution that is passed by a majority of not less than three-fourths of the members of the AAAC who are entitled under these Rules to vote

and vote in person or by proxy at a General Meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with these Rules.

“Surplus Property of the AAAC” means that property of the AAAC remaining after satisfaction of the debts and liabilities of the AAAC and the costs, charges and expenses of the winding-up of the AAAC.

OBJECTS

2. The objects of the AAAC shall be:
 - 3.1 to provide for Members a professional organisation to service their special needs;
 - 3.2 to determine and implement a Code of Professional Conduct for Members;
 - 3.3 to assist the growth and standing of the practice of agricultural consultancy as a profession;
 - 3.4 to arrange for the conduct of schools, refresher courses and further education for Members to maintain and improve the level of service offered by Members to the public;
 - 3.5 to cooperate with other organisations with similar objectives;
 - 3.6 to serve any other need which Members consider appropriate from time to time;
 - 3.7 to start and foster good relations between Members and the general public and to improve the standing of Members within the community;
 - 3.8 to suspend, remove from Membership or discipline Members in the manner provided for in these rules;
 - 3.9 to create and maintain a system of bursaries to:
 - (a) encourage persons to enter the agricultural consultancy industry; and
 - (b) assist Student Members to achieve the requisite academic qualifications and to obtain the appropriate experience needed to enter that industry.
3. The property and income of the AAAC shall be applied solely towards the promotion of the objects or purposes of the AAAC and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to Members of the AAAC, except in good faith and the promotion of those objects or purposes.

POWERS

4. The AAAC may do all things necessary or convenient for carrying out its objects and, in particular, shall have the powers stipulated in section 13 of the Act.

MEMBERSHIP

5. Classifications of Membership

The Membership of the AAAC shall consist of General Members, Associate Members, Retired Members and Student Members.

6. Eligibility for Membership

7.1 No person shall be eligible for Membership of any of the classes of Membership stipulated in Rule 6 (no matter when that Person was admitted to membership of the AAAC):

7.1.1 unless that persons agrees in writing to abide by the rules, codes, regulations, by-laws, resolutions and policies of the AAAC; or

7.1.2 if that person:

- (c) is an undischarged bankrupt;
- (d) is of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
- (e) has been convicted of an indictable offence; or
- (f) is a person who is either personally indebted to the AAAC or, alternatively, is a director of a corporation which is indebted to the AAAC.

7.2 Subject to Rule 7.1 above, a person's eligibility for Membership of the various classes of membership stipulated in Rule 6 (no matter when that Person was admitted to membership of the AAAC) shall be as follows:

7.2.1 General Member

A person (not being a corporation, partnership or other body corporate):

- (a) whose occupation is that of a person advising others in land based primary production and who is:
 - (i) an agronomist;
 - (ii) a farm management consultant;
 - (iii) a forestry management consultant;
 - (iv) a horticulturalist;
 - (v) a livestock consultant;
 - (vi) a natural resource manager;

- (vii) a price risk management adviser in grain, wool or livestock;
 - (viii) a veterinarian;
 - (ix) a viticulturist;
 - (x) engaged in such other occupations as determined from time to time at a general meeting by ordinary resolution.
- (b) who holds a tertiary degree from an internationally recognised tertiary institution;
 - (c) who renders gross professional fees for services (excluding any fees received from the payment of commissions or from the sale of goods) each financial year of no less than \$50,000.00 or such sum as may be fixed from time to time by the Management Committee, either:
 - (i) through accounts rendered personally in the name of the Member; or
 - (ii) through accounts rendered in the name of another person or entity in circumstances where the exertions of the Member concerned have represented the consideration for the rendering of those accounts
 - (d) who is engaged, on average each financial year, in the practice of one or more of the occupations referred to in sub-paragraph (a) above for no less than 25 hours per week; and
 - (e) who attends professional development training pursuant to a scheme to be prescribed from time to time by resolution of the Management Committee.

7.2.2 Associate Member

A person who provides a service or product to others in land based primary production and who is:

- (a) a member of one of the occupations described in Rule 7.2.1(a) above, but who otherwise does not qualify to be a General Member;
- (b) an employee of a financial institution;
- (c) a financial broker or adviser;
- (d) a sheep or wool broker;
- (e) a livestock agent;

- (f) an insurance agent or broker;
- (g) an accountant qualified as a Chartered Accountant, a Certified Practising Accountant or a National Tax and Accountants' Association (NTAA) Tax Practitioner;
- (h) a legal practitioner entitled to practise as such under the provisions of the *Legal Profession Act, 2008* (WA);
- (i) a licensed valuer pursuant to the terms of the *Land Valuers Licensing Act, 1978* (WA);
- (j) a licensed real estate agent pursuant to the terms of the *Real Estate and Business Agents Act, 1978* (WA);
- (k) a provider of training or education services;
- (l) a person who has previously been a Student Member and who has attained a level of academic qualification as stipulated from time to time by the Management Committee.
- (m) engaged in such other occupations as determined from time to time at a general meeting by ordinary resolution.

7.2.3 Retired Member

A person who:

- (i) has previously been a General Member (or a Corporate Member pursuant to the Pre-September 2004 Rules) of the AAAC for not less than 5 years but whose occupation is no longer that of a consultant to agriculture.

7.2.4 Student Member

A person who:

- (a) is enrolled to study for a Higher Education Award (as that term is defined in the *Tertiary Education Quality and Standards Agency Act (Cth) 2011* (**Tertiary Education Act**) with a Higher Education Provider (as that term is defined in the Tertiary Education Act);¹
- (b) has provided proof of that enrolment to the AAAC in a form as stipulated from time to time by the Management Committee;

¹ Such a Higher Education Award includes, but is not limited to, diplomas, advanced diplomas, associate degrees, bachelor degrees, graduate certificates, graduate diplomas, masters degrees and doctoral degrees at a university, Technical and Further Education institute or agricultural college that is recognised as a Higher Education provider under the Tertiary Education Act;

- (c) as a Student Member of the AAAC, will be entitled to:
- (i) attend the AAAC's annual "Outlook" conference and other AAAC professional development sessions at no charge;
 - (ii) apply for bursaries created for Student Members by the AAAC from time to time (subject to the terms and conditions of those bursaries stipulated by the Management Committee from time to time);
 - (iii) access expertise, mentoring, networking and support provided by the AAAC and its Members.

FELLOWS OF THE AAAC

7. From time to time the AAAC may resolve by resolution of members at a general meeting, upon the nomination of not less than 5 General Members and following endorsement of that nomination by resolution of the Management Committee, that a General Member or Retired Member may be designated a "Fellow" of the AAAC due to that person having provided exemplary service to the AAAC and having been a General Member and/or Retired Member (and/or Corporate Member under the Pre-September 2004 Rules) for longer than 10 years.

APPLICATIONS FOR MEMBERSHIP

8. Applications for membership of the AAAC shall be made in a form stipulated by the Management Committee, to be accompanied by the payment by the applicant of a non-refundable application fee as stipulated by the Management Committee.
9. Applications for membership of the AAAC shall be determined by ordinary resolution of the Management Committee in accordance with the criteria set out in Rule [7](#).
10. Applicants for membership shall have no right to be heard prior to the making of the determination regarding that application for membership by the Management Committee. However, the applicant for membership shall be provided with written notice of the Management Committee's determination within a period of 14 days following the determination, together with written reasons for any rejection of that application.
11. Any Person whose application for membership is rejected may appeal pursuant to Rule 40.
12. Notice of any successful application for membership of the AAAC shall be provided within a month of the application being approved to all existing members by way of written notice, notice by e-mail, notice by posting on the internet or such other method determined by the Management Committee.
13. An applicant for membership must provide to the AAAC any information that may be requested by the Management Committee.

DECLARATION OF MEMBERSHIP STATUS

14. Each General Member shall complete and return to the Secretary/Treasurer of the AAAC an annual written declaration (termed a "Declaration of Membership Status") before 30 June (or such other date resolved by the Management Committee to apply for a particular year each year in a form to be determined by the Committee certifying:
 - (a) whether the General Member continues to comply with the various criteria for Membership of the individual classes of Membership referred to in these Rules;
 - (b) any other information and/or evidence determined by the Management Committee as being appropriate to determine whether the General Member complies with the provisions of these Rules.

APPLICATIONS FOR LEAVE OF ABSENCE

15. The Management Committee may grant temporary leave of absence to any Member for a period of up to two years during which time the Membership subscription rate to be paid by that Member will be charged at a discounted rate as determined from time to time by the Management Committee to apply to Members who have been granted such leave of absence, PROVIDED THAT during the time that a Member has been granted a leave of absence the Member concerned shall not be entitled to exercise any of the benefits or privileges of Membership of the AAAC including, but not limited to, any entitlement to vote at elections held by the AAAC.
16. All applications for leave of absence by a Member must be made in writing and addressed to the Secretary/Treasurer of the AAAC.

REGISTER OF MEMBERS

17. The AAAC shall keep and maintain in an up to date condition a register of the Members, the classes of Membership applicable to those Members and their postal or residential addresses. Upon the request of a Member, the AAAC shall make the register available for the inspection of that Member and the Member may make a copy of or take an extract from the register, but shall have no right to remove the register for that purpose.

CERTIFICATE OF MEMBERSHIP

18. A Certificate of Membership shall be issued in the name of each Member of the AAAC signed under the seal of the AAAC. Such certificates shall remain the property of the AAAC and shall be returned to the AAAC immediately upon notice of demand by the Management Committee or upon cessation of Membership.

OBLIGATIONS OF MEMBERSHIP

19. Members will at all times adhere to the rules, codes, regulations and by-laws of the AAAC.
20. Members of the AAAC shall not:

- 21.1 In any way infringe any intellectual property rights held by the AAAC including, but not limited to, the AAAC's copyright and the AAAC's rights in designs, patents, confidential information and trademarks.
- 21.2 In any way assist or in any other way be a party to the breach of any Person of the AAAC's intellectual property rights (including, but not limited to, the AAAC's copyright and the AAAC's rights in designs, patents, confidential information and trademarks) or any unauthorised use by a Person of the AAAC's membership services.

USE OF POST-NOMINAL LETTERS AND LOGO

21. Only General Members shall be entitled to use the abbreviation "AAAC" after their names.
22. Only General Members and/or Retired Members who have been designated "Fellows" under Rule 8 shall be entitled to use the abbreviation "FAAAC" after their names.
23. Only General Members may use the Logo of the AAAC and the Logo may then only be used to signify that the Member concerned is, as an individual, a General Member of the AAAC. Under no circumstances may any Member who is not a General Member of the AAAC use the Logo or, further, be a party to the use of the Logo to represent (either expressly or impliedly) that a corporation, partnership, business or any other Person who is not a General Member of the AAAC is such a Member.

MISLEADING OR DECEPTIVE CONDUCT

24. Members of the AAAC shall not engage in conduct that is misleading or deceptive of the AAAC or its servants or agents or is likely to mislead or deceive the AAAC or its servants or agents. Further, members of the AAAC shall not, with respect to their dealings with the AAAC or use any of its Logo or other services, engage in conduct that is misleading or deceptive or is likely to mislead or deceive.

RESIGNATION OF MEMBERSHIP

25. Any Member may at any time submit a resignation of his or her Membership of the AAAC without giving any reason for that resignation by submitting that resignation by way of notice to the Secretary/Treasurer of the AAAC. Should the Management Committee accept that resignation, and should the Member pay all moneys owing to the AAAC, the Member concerned shall cease to be a Member of the AAAC.

CESSATION OF MEMBERSHIP

- 27 Should the Management Committee of the AAAC determine that a Member of the AAAC does not comply with the criteria for membership stipulated in Rules 7 and/or 8 above, that Person shall cease to be a Member of the AAAC immediately upon notice of that fact being provided to that Member by the Management Committee.
- 28 Should a Member be provided with a notice by the Management Committee that that Person ceases to be a Member of the AAAC pursuant to the provisions of Rule 27 above that Person shall have a period of 14 days from the date that the Person is provided with that notice to make written request to the Management Committee that

the issue of that Member's compliance with the criteria of membership stipulated in Rules 7 and/or 8 above be referred to an Appeals Board for determination. Upon receipt of any such request, the Management Committee shall convene an Appeals Board hearing and shall reinstate the membership of that Person until further order of the Appeals Board.

DISCIPLINARY TRIBUNALS AND DISCIPLINING OF MEMBERS

29. The AAAC shall establish from time to time Disciplinary Tribunals that shall be made up of three individuals selected by the Management Committee. The members of each Disciplinary Tribunal shall not be required to be members of the AAAC.
30. Should the Management Committee:
 - 30.1 receive a Complaint from a Person that a Member has breached one or more of the AAAC's rules, regulations, by-laws and/or codes of conduct; or
 - 30.2 make such a Complaint itself,

the Management Committee must refer that complaint for determination at a hearing by a Disciplinary Tribunal.
31. Upon the hearing of a matter referred to a Disciplinary Tribunal the Tribunal shall have the power to:
 - 31.1 terminate or suspend the membership of the AAAC of the Person who is the subject of the hearing.
 - 31.2 impose the penalties prescribed in any of the rules, regulations, by-laws and/or codes of conduct in respect of any breaches of those rules, regulations, by-laws and/or codes of conduct.
 - 31.3 impose monetary penalties of not more than \$10,000.00, or such alternate maximum sum as prescribed from time to time by the Management Committee, for any breach of any of the AAAC's rules, regulations, by-laws and/or codes of conduct.
 - 31.4 require the Person the subject of the hearing to undertake a course of further training provided by the AAAC or another service provider as stipulated by the Disciplinary Tribunal.
 - 31.5 impose a reprimand.
 - 31.6 dismiss the matter without penalty.
32. Notwithstanding the provisions of Rule 30 above, a Disciplinary Tribunal that is hearing a particular matter that has been referred to it may decline to hear or determine that matter on the ground that:
 - 32.1 the subject of the matter is not within the capacity of the Disciplinary Tribunal to determine, bearing in mind the matter's complexity, its likely cost to determine or any other issue considered relevant by the Disciplinary Tribunal;

- 32.2 the matter is frivolous or vexatious; or
- 32.3 it is otherwise inappropriate for the Disciplinary Tribunal to hear or determine the matter concerned.

Should a Disciplinary Tribunal decline to hear or determine a matter pursuant to this Rule, the Management Committee must then advise the Person who made the Complaint of the existence of any alternate entities, if they exist, that might be able to deal with the matter.

- 33. Prior to the commencement of any hearing before a Disciplinary Tribunal, the Person who originally made the complaint pursuant to Rule 30 above that is the subject of the particular hearing may give written notice that he or she wishes to withdraw that complaint. In that event, the hearing before the Disciplinary Tribunal shall not take place unless the Management Committee decides that a matter should nevertheless proceed to be heard by a Disciplinary Tribunal.
- 34. The following procedure shall apply with respect to any hearing conducted by a Disciplinary Tribunal:
 - 34.1 Not less than 14 days before the Disciplinary Tribunal meets to hear the relevant matter, the Tribunal shall give to the defendant Member:
 - 34.1.1 written notice of the nature of the matter to be heard and particulars of the events that are alleged to have occurred;
 - 34.1.2 copies of any documentary evidence proposed to be considered by the Disciplinary Tribunal at the hearing including, but not limited to, any relevant written complaints that have been made; and
 - 34.1.3 written notice stating the date, time and place of the hearing and informing the Member that the Member may attend and speak at the hearing and/or submit to the Disciplinary Tribunal written representations at or prior to the date of the hearing.
 - 34.2 At the hearing by the Disciplinary Tribunal, prior to the Tribunal making its determination, the Tribunal shall call before it any evidence that it deems fit and the defendant member shall be given an opportunity to call evidence and make oral representations. The Tribunal shall give due consideration to all the evidence and representations before it.
 - 34.3 Following the hearing by the Disciplinary Tribunal, the Tribunal shall deliver its decision and the reasons for that decision in writing. A copy of the decision and the reasons for that decision shall be provided to the defendant Member within 14 days of the decision being made.
 - 34.4 Should a Member be convicted as a consequence of a disciplinary hearing conducted by a Disciplinary Tribunal and that conviction not be overturned upon appeal pursuant to Rule 40, the outcome of the Tribunal hearing and any appeal must be communicated to the AAAC's Members. That communication shall take place upon the latter of either the determination of any appeal under Rule 40 or, if there is no appeal, upon the expiration of the time permitted

under Rule 40 for an appeal to be lodged. Further, the relevant Disciplinary Tribunal shall have the power to exercise its discretion to rule that the identity of the Member the subject of the hearing concerned shall not be published if the Tribunal considers that this would be substantially unfair in the circumstances. Any Member aggrieved by the exercising of such discretion by a Tribunal may appeal against such a determination pursuant to Rule 40.

35. The Disciplinary Tribunal shall not have the power to make any costs orders with respect to the hearing of any matters before it.
36. Notwithstanding any suspension of a Member pursuant to Rule 31.1 above, the member shall remain liable for all monies that otherwise would have been payable if the Member had not been under suspension during the period of suspension.
37. Notwithstanding any termination of a Member's membership pursuant to Rule 31.1 above the Member shall remain liable for all monies due at the date of that termination to:
 - 37.1 the AAAC; or
 - 37.2 another Member.
38. Any Member who is expelled or suspended from membership of the AAAC or who is penalised by a Disciplinary Tribunal pursuant to these Rules shall have a right of appeal against that expulsion, suspension or penalty in accordance with the provisions of Rule 40 below; provided that if a Member has been expelled or suspended the Member shall remain under suspension until the determination of the appeal.
39. Expulsion of a member pursuant to Rule 31.1 above shall be deemed to not take effect until:
 - 39.1 the date upon which any time given to appeal against the decision to expel expires pursuant to Rule 40 below; or
 - 39.2 the date that notice of the determination of any such appeal is given to the member,

whichever is the later.

APPEALS

40. Any Person who is given a right to appeal against a decision pursuant to the provisions of these Rules may so appeal by notice in writing addressed to the Management Committee, such notice of appeal to be lodged with the Management Committee, together with a written statement of the grounds of that appeal, within 28 days from the date the AAAC provided the notice of the decision appealed against.
41. All appeals pursuant to Rule 40 above shall be heard by an Appeals Board made up of the following individuals who shall not have been members of the original decision-making body:

- 41.1 a Chairperson, being an Australian lawyer as defined under section 4 of the *Legal Profession Act, 2008*, appointed by the President of the Australian Institute of Arbitrators and Mediators, who is a member of that Institute but is not a member of the AAAC;
 - 41.2 a consumer representative who shall be appointed by the Management Committee but who is not a Member of the AAAC; and
 - 41.3 an individual appointed by the AAAC's Management Committee who is a Member of the AAAC.
42. The Chairperson of the Appeals Board shall be responsible for making all determinations on issues of law. Issues of fact shall be determined by a majority decision of three members of the Appeals Board.
 43. Any Person appealing pursuant to Rule 40 above shall pay to the AAAC at the time that the appeal is lodged such sum as the Management Committee shall determine from time to time. A notice of appeal shall not have been duly lodged pursuant to Rule 40 above unless and until the required sum is paid to the AAAC.
 44. Any sum of money lodged with the AAAC pursuant to Rule 43 above with respect to the hearing of an Appeal shall be retained or refunded in whole or in part as determined by the Appeals Board.
 45. Appeals to the Appeals Board under these Rules from decisions of the Disciplinary Tribunal will be by way of re-hearing and not by way of hearing *de novo*. Appeals to the Appeals Board under these Rules from the decision or action of any other Person, including the Management Committee, will be by way of hearing *de novo*.
 46. Upon the hearing of an appeal the Appeals Board shall only have the power to make a decision that the decision-maker who made the original decision appealed from was empowered to make; provided that the Appeals Board may make such orders as to the costs of the hearing of the appeal as the Appeals Board considers to be just including, but not limited to, payment of the administrative costs of the AAAC relating to the appeal and the costs of the parties to the appeal, provided that the total sum of costs awarded against the AAAC shall be no more than \$10,000.00.
 47. At any appeal to the Appeals Board, the AAAC shall be a respondent to that appeal and shall be entitled to appear at the hearing of the Appeal.
 48. The following procedure shall apply with respect to the hearing of any appeal by the Appeals Board pursuant to these Rules:
 - 48.1 Not less than 14 days before the Appeals Board sits to hear the relevant appeal the Management Committee shall give to the parties to the appeal:
 - 48.1.1 written advice of the appeal and copies of the notice of appeal and grounds of appeal lodged in accordance with Rule 40 above;
 - 48.1.2 copies of any documentary evidence considered by the decision-maker who made the decision the subject of the appeal;

- 48.1.3 written notice stating the date, time and place of the hearing or, if ordered by the Appeals Board, any preliminary conference to be held with respect to the Appeal, and informing the parties to the appeal that they may attend and speak at the hearing and/or submit to the Appeals Board written representations at or prior to the date of the hearing;
- 48.2 At the hearing of the appeal by the Appeals Board, prior to the Appeals Board making its determination, the parties to the appeal shall be given an opportunity to be heard and the Appeals Board shall give due consideration to any oral or written representations submitted by the parties to the appeal;
- 48.3 Following the hearing of the appeal the Appeals Board shall deliver its decision in writing. A copy of the decision and the reasons for that decision shall be provided to the parties to the appeal within 14 days of the decision being made.

LEGAL REPRESENTATION

49. Subject to any rule of law to the contrary, a person shall be entitled to legal representation at any hearing or appeal conducted pursuant to these Rules or any other rules, codes, by-laws or regulations of the AAAC if the body conducting that hearing or appeal considers that:
- 49.1 such legal representation is necessary to enable the parties to the hearing to effectively present their cases; and
- 49.2 it is otherwise appropriate in the circumstances for the parties to be legally represented.

ANNUAL SUBSCRIPTIONS

50. Each Member shall pay such annual subscription for the class of Membership to which the Member belongs, as may be prescribed at the annual general meeting. Further, each Member shall pay any special levy subscriptions imposed upon the class of membership to which the Member belongs as the Management Committee may from time to time prescribe.
51. The annual subscription shall be due and payable on 31 October in each year. In the year in which a Member is initially admitted to Membership the Member's annual subscription shall be payable for that year immediately upon that admission. If any person is admitted as a Member after 31 December in any year, that Member shall only be required to pay with respect to that year one half of the usual annual subscription charged for Members of that class.
52. If any Member fails to pay his or her annual subscription by 30 November in any year, the Member shall not be entitled to attend or take part at any meeting of the AAAC including, but not limited to, meetings of the Management Committee or to vote at any election or to exercise any privileges of a Member until the amount is paid.
53. If a Member fails to pay his or her annual subscription by 31 December in any year, the Member shall immediately cease to be a Member and his or her name shall be

removed immediately from the Register of Members, but that Member may, notwithstanding that removal, be sued for all subscriptions in arrears.

54. Any Member aggrieved by a decision under Rules 52 and/or 53 may appeal against such a decision pursuant to Rule 40.

MANAGEMENT COMMITTEE

Name of Management Committee

55. The persons who have the power to manage the affairs of the AAAC and thereby constitute the committee of the AAAC for the purposes of the *Association's Incorporation Act, 1987* shall be known as "*the Management Committee*".

Powers of the Management Committee

56. The Management Committee shall have the power to do all things necessary so as to effectively manage the affairs of the AAAC, including the power to prescribe from time to time regulations, by-laws and codes of conduct so long as those regulations, by-laws and codes are not inconsistent with these Rules.

Membership of Management Committee

57. The Management Committee shall consist of the President and Vice-President, the Secretary/Treasurer and a minimum of five other Non-Office Bearing Management Committee members.
58. A member of the Management Committee must be a General Member of the AAAC.
59. Any member of the Management Committee who ceases to be a Member of the AAAC shall immediately cease to hold office or otherwise be a Management Committee member.
60. At each annual general meeting, the Members of the AAAC so entitled to vote, shall elect a President, a Vice-President, a Secretary/Treasurer and a minimum of five other Non-Office Bearing Committee members.

Terms of Office of Management Committee

61. Each member of the Management Committee shall hold office on the Management Committee for a period of one year, commencing at the annual general meeting at which the Management Committee member is elected and expiring at the beginning of the annual general meeting held the following year. Each Management Committee member shall be eligible for re-election following the ending of his or her one year term as a member of the Management Committee and there shall be no limitation upon the number of terms that a person shall be eligible to serve as a Management Committee member.

62. Term of Office of President

No person shall be entitled to hold the office of President for more than four consecutive years.

Resignations and Casual Vacancies

63. A Management Committee member may resign his or her office by giving notice to the Secretary/Treasurer.
64. In the case of a casual vacancy in the office of President, the Vice-President shall become the President until the commencement of the next annual general meeting.
65. In the case of a casual vacancy in the office of Vice-President or in the office of Secretary/Treasurer the vacancy shall be filled by the Management Committee from one of its members and the person so chosen shall hold the office of Vice-President or Secretary/Treasurer (as the case may be) until the commencement of the next annual general meeting.
66. 66.1 The Management Committee may, if it chooses, fill any casual vacancy in the office of a Non-Office Bearing Committee member as it so determines, but the person so chosen to be a Management Committee member shall otherwise be a person eligible to hold office as a Management Committee member in accordance with the provisions of Rule 58 and shall hold office as a Management Committee member only for as long as the person in whose place he or she is chosen would have held such office.
- 66.2 If the Membership Committee determines not to fill a casual vacancy as provided for in Rule 66.1 above then:
 - 66.2.1 that position shall remain vacant for the balance of the term of that vacant position unless the position is filled by an ordinary resolution of General Members at a Special General Meeting convened pursuant to the provisions of Rules 66.2.2 or 66.2.3 below;
 - 66.2.2 a Special General Meeting of Members may be called in accordance with Rule 95 below for the purpose of moving a resolution to fill a casual vacancy for the balance of the term of the vacant Management Committee position and at such a Special General Meeting it may be moved by ordinary resolution that the casual vacancy be filled by a specified person for the balance of the term concerned;
 - 66.2.3 should the number of casual vacancies on the Management Committee be such that it is not possible to have a quorum pursuant to Rule 80 below the Management Committee must call a Special General Meeting for the purpose of appointing by ordinary resolution persons to fill the vacant Management Committee positions for the balance of the terms of those positions.

Management Committee Elections

67. A candidate for election as a member of the Management Committee must lodge with the Secretary/Treasurer of the AAAC a nomination in writing signed by two Members and countersigned by the candidate.

68. All nominations for Membership of the Management Committee must be lodged with the Secretary/Treasurer no earlier than 28 days prior to and no later than immediately before the conducting of the ballot at the annual general meeting at which time the election of Management Committee members will take place. At that latter time all nominations shall be deemed to be closed. The Secretary/Treasurer shall reject the nomination of any candidate who is not eligible under these rules to serve as a Management Committee member or whose subscription to the AAAC is in arrears at the hour when the nominations close. Where appropriate, a nomination must identify whether the Member concerned is seeking election to the Management Committee as a President, Vice-President or Secretary/Treasurer and whether the Member concerned wishes to serve on the Management Committee as a Non-Office Bearing Committee member should he or she be unsuccessful in being elected as the President, Vice-President and/or Secretary/Treasurer.
69. At the conducting of the ballot for membership of the Management Committee the voters may vote for no greater number of candidates than there are vacancies to be filled.
70. Notwithstanding the provisions of Rule 107 only those General Members present at the annual general meeting where the ballot for the election for membership of the Management Committee takes place shall be entitled to vote in that election and such votes shall not be cast by proxy.
71. Votes at the ballot for the election of members of the Management Committee shall be cast in writing.
72. The Secretary/Treasurer shall reject ballot papers where the voting intentions of the Member concerned can not be readily ascertained from that ballot paper.
73. The Secretary/Treasurer shall total the number of votes cast for each candidate. The candidates who shall be deemed to be elected as President, Vice-President, Secretary/Treasurer and the remaining Non-Office Bearing Committee members shall be those candidates who have received the highest total number of votes cast against them with respect to the positions to which they aspire PROVIDED THAT the total number of Non-Office Bearing Committee Members shall be five unless the general meeting resolves to increase that number.
74. In the event that the position of a Management Committee member cannot be decided due to one or more candidates having received the same number of votes cast against them, the candidate elected shall be determined by way of the casting of lots (eg. the drawing of straws, the drawing of a name(s) from a hat, etc) organised by the Chairperson of the annual general meeting.
75. Immediately following the conducting of the election for members of the Management Committee at the annual general meeting the Secretary/Treasurer shall hand a written result of the elections for the President, Vice-President, Secretary/Treasurer and Non-Office Bearing Committee members to the Chairperson of that meeting, who shall declare during that meeting the result of the election.
76. All ballot papers shall be destroyed as soon as practicable by the Secretary/Treasurer after the result of the ballot is declared by the Chairperson.

77. Each successful candidate for election to the Management Committee shall take office at the close of the annual general meeting.
78. If elections to the positions of President, Vice-President, Secretary/Treasurer and/or the Non-Office Bearing members of the Management Committee are not the subject of a contest then the election of those persons to the Management Committee shall be declared by the Chairperson at the annual general meeting and this fact shall be entered in the minute book.
79. If for any reason an election scheduled to occur at an Annual General Meeting cannot or does not take place then the Secretary/Treasurer shall call a Special General Meeting for as soon as possible following the date of the original General Meeting for the purpose of conducting the necessary Management Committee election and the procedures set out above in these Rules in relation to the conducting of the Management Committee election pertaining to the Annual General Meeting shall apply to the following Special General Meeting *seriatim*.

Quorum and Procedures at Management Committee Meetings

80. The Management Committee shall meet as often as necessary for transaction of its business. Five members of the Management Committee shall form a quorum.
81. Minutes of all resolutions and proceedings of the Management Committee shall be entered in a book provided for that purpose.
82.
 - 82.1 All questions and resolutions at a meeting of the Management Committee shall be determined by a majority of the votes of the members of the Management Committee participating in the meeting determining that question or resolution, whether participating in person, by telephone or electronically or otherwise as permitted under Rule 82.3 below.
 - 82.2 The Chairperson of a Management Committee meeting shall be entitled to vote with respect to any question or resolution and, in the case of any equality of votes, shall have a second and casting vote.
 - 82.3 Meetings of the Management Committee and the determination of questions and resolutions may be conducted by the Management Committee with members of the Management Committee meeting physically, speaking by telephone or by video conference, participating by electronic means such as e-mail or in such other manner as the Management Committee deems fit to transact its business.
83. The Management Committee shall not act, except to fill casual vacancies, when the number of Management Committee members is reduced below five.
84. Notice shall be given of every meeting of the Management Committee to every Management Committee member and shall be sent by post or e-mail to the addresses for those persons appearing in the AAAC's records or delivered to the address of that Management Committee member as appearing in the AAAC's Register of Members. Notice need not be given of any meeting which is fixed by any resolution of the Management Committee either as a specific date for the holding of a meeting or as a day upon which meetings are to be regularly held.

85. Every meeting of the Management Committee shall be presided over by the President as Chairperson or, in his or her absence, the Vice-President. In the absence of both the President and the Vice-President, the Management Committee members present at the meeting concerned shall choose a Chairperson.
86. All acts done or resolutions passed at any meetings of the Management Committee shall, notwithstanding that it is afterwards discovered that there was a defect in the appointment of a Management Committee member or that the Management Committee member was not entitled to serve as a member of the Management Committee, shall be deemed to have been acts regularly and validly performed and resolutions regularly and validly passed.
87. Management Committee members shall ensure that they disclose any interests in a contract or proposed contract made by or in the contemplation of the Management Committee as is required under section 21 of the Act. Further, Management Committee members shall ensure that they comply with the prohibition upon taking part in any deliberations or decisions of the Management Committee with respect to contracts as stipulated in section 22 of the Act.
88. Information disclosed and matters discussed during the course of a meeting of a Management Committee meeting are to be regarded as strictly confidential. All persons present at a Management Committee meeting have a duty of confidentiality in respect of such information and matters unless agreed to the contrary by a decision of the meeting.

Removal of Members of Management Committee

89. A member of the Management Committee may be removed from that position before the expiration of his or her period of office should members determine by way of Special Resolution at a Special General Meeting convened pursuant to Rule 95 below that the person concerned shall be so removed. In such circumstances, the members voting at that Special General Meeting may resolve by ordinary resolution to appoint a person to fill the position on the Management Committee made vacant by the earlier removal of the member of the Management Committee for the balance of the relevant term. Otherwise the vacancy concerned shall be treated as being a casual vacancy in accordance with the provisions of Rules 64 - 66 above.
90. Any member of the Management Committee who:
- 90.1 ceases to be a Member of the AAAC or is suspended from membership or,
- 90.2 is without the leave of the Management Committee absent for three consecutive meetings,
- shall vacate his or her office on the Management Committee unless, in the latter case, the absence without leave is excused by a resolution of the Management Committee.

91. Role of Secretary/Treasurer

The Secretary/Treasurer shall be responsible, in addition to all other duties referred to in these Rules for:

- 91.1 preparing the minutes of all Management Committee meetings for presentation to subsequent meetings;
- 91.2 preparing the minutes of all general meetings, including the annual general meeting held immediately following the expiry of the Secretary/Treasurer's term of office;
- 91.3 conducting the correspondence of the AAAC under the direction of the Management Committee;
- 91.4 preparing an annual report on the affairs of the AAAC;
- 91.5 receiving and paying into the bank accounts of the AAAC all subscriptions, levies and moneys received by the Secretary/Treasurer in his capacity as Secretary/Treasurer and paying all accounts approved by the Management Committee.

GENERAL MEETINGS

Annual General Meeting

- 92. The annual general meeting of the AAAC shall be held within four months of 30 June in each year on such day and hour as the Management Committee may from time to time determine and shall be convened by not less than 14 days notice to Members.
- 93. The following resolutions shall be included by the Secretary/Treasurer in the notice convening the Annual General Meeting and may be moved at that meeting:
 - 93.1 any resolution determined by the Management Committee prior to 31 July to be put at the Annual General Meeting; and
 - 93.2 any resolution, notice of which is provided to the Secretary/Treasurer on or by 31 July in writing signed by no fewer than 10 General Members of the AAAC.
- 94. The following shall be the order of business to be conducted at the annual general meeting:
 - 94.1 confirmation of the minutes of the last annual general meeting and of any special general meeting held since the preceding annual general meeting;
 - 94.2 receiving and discussing any reports of the Management Committee, including the annual report prepared by the Secretary/Treasurer;
 - 94.3 the receipt of the submitted financial accounts of the AAAC showing the financial position of the AAAC at the end of the immediately preceding financial year;
 - 94.4 the election of the Management Committee for the ensuing year;
 - 94.5 the appointment of auditors for the ensuing year;
 - 94.6 the declaration of the subscriptions of the AAAC for the ensuing year;

- 94.7 the determination of all resolutions, notice of which has duly been given prior to the annual general meeting; and
- 94.8 general business.

Special Meetings

- 95 The Secretary/Treasurer shall convene a special general meeting whenever required by the Management Committee or by a requisition made in writing and signed by not less than 10 General Members. Every such requisition shall express the resolution(s) proposed to be put to the meeting being called. Upon receipt of such a requisition the Secretary/Treasurer shall forthwith convene a special general meeting to be held not less than 14 days or more than 21 days from the time of the requisition received.
- 96 At least 14 days notice shall be given to Members of every special general meeting specifying the time and place of that meeting and the resolution(s) proposed to be put at that meeting.

Venue and Quorum at General Meetings

- 97 Every general meeting, whether it be special or annual, shall be held at such place as the Management Committee may determine.
- 98 At any general meeting, whether special or annual, a quorum shall consist of 10 General Members present personally at that meeting and whose subscriptions to the AAAC are not in arrears.
- 99 A General Meeting may be adjourned from time to time and from place to place upon an ordinary resolution to that effect by the persons physically present at that meeting, 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.
- 100 If within half an hour from the time appointed for a general meeting, whether special or annual, a quorum of Members as required in Rule 98 is not present, the meeting shall, unless convened by order of the Management Committee, be dissolved. However, if the meeting has been convened by the Management Committee it shall stand adjourned to the same day in the following week at the same time and place. If at such adjourned meeting a quorum as required under Rule 98 is not present, the General Members present shall be a quorum and may transact the business for which the meeting was called.

Chairman

- 101 Subject to any vote at a general meeting to the contrary, the Chairperson of every general meeting of the AAAC shall be the President or, in his or her absence, the Vice-President. In the case of annual general meetings, unless a vote resolves to the contrary, the Chairperson of such meetings shall be the President who held that office immediately prior to the commencement of the annual general meeting or, in his or her absence, the Vice-President who held that office immediately prior to the commencement of the annual general meeting.

Voting at General Meetings

- 102 Every question submitted to a General Meeting, whether special or annual, shall be decided by a show of hands unless a poll is called in the manner provided for in Rules 103, 104 and 105. When a poll is so called the question concerned shall be decided by a majority of votes of those present at the meeting personally or by proxy, in which case the Chairperson shall immediately ascertain and count those votes and declare the result accordingly.
- 103 At any General Meeting, unless a poll is demanded by at least 10 General Members present personally, a declaration by the Chairperson, following the taking of a vote on a show of hands, that a resolution has been carried or carried by a particular majority, or lost, shall be sufficient evidence of that fact.
- 104 If a poll is demanded in the manner referred to in Rule 103 it shall be taken in such a manner and at such time and place and in the manner that, subject to a vote at the meeting to the contrary, the Chairperson of the meeting directs. The demand for a poll may be withdrawn.
- 105 Every General Member entitled to vote at a general meeting whether, special or annual, shall have one vote on a show of hands and one vote at a poll, PROVIDED THAT no member under suspension shall, during the period of suspension, be entitled to vote at such a meeting, vote in the election of Management Committee members or to act as a proxy for a Member.
- 106 In the case of an equality of votes at a General Meeting, whether special or annual, the Chairperson of the meeting shall have a casting vote in addition to the vote to which he or she was entitled to as a Member.
- 107 Votes may be cast by eligible Members either personally or by proxy, but no person may be appointed a proxy who is not a General Member of the AAAC and entitled on his or her behalf to be present and vote at the meeting for which the proxy is given.
- 108 The instrument appointing a proxy must, in order to be effective, be personally delivered to the address of the Secretary/Treasurer, stipulated on the notice of meeting, or transmitted by facsimile to the Secretary/Treasurer's facsimile number stipulated on the notice of meeting, no later than three hours prior to the commencement of the General Meeting. If the instrument appointing a proxy amounts to an appointment of the proxy as a representative for a meeting, that appointment shall stand for every adjournment of that meeting. The sending of a proxy to the AAAC by facsimile will be ineffective unless the person seeking to rely upon the proxy at the General Meeting can produce at the meeting (if required) an acknowledgement printed by the facsimile machine that transmitted the proxy that every page comprising the proxy had been transmitted to the specified number prior to the time required.
- 109 Every instrument of proxy shall, as nearly as circumstances will admit, be in the following form or effect:

AAAC APPOINTMENT OF PROXY

I, being a General Member of the Australian AAAC of Agricultural Consultants (WA) Inc (**AAAC**) and entitled to attend and vote at the General Meeting referred to below, hereby appoint:

Write here the name of the person you are appointing if this person is **someone other than** the Chairperson of the Meeting

or if no person is named, the Chairperson of the Meeting, as my proxy to act at the General Meeting of members on my behalf and to vote in accordance with the following directions (or, if no directions have been given with respect to any motion put to the meeting, as the proxy sees fit including, but not limited to, any procedural motions or motions to amend) at the General Meeting of members of the AAAC to be held

on day, the day of
 20 , at : am/pm and at any adjournment of that meeting.

Voting directions to your proxy - please mark to indicate your directions to vote.

Motion Item 1. The motion that ...
 [describe motion] For Against

Motion Item 2. The motion that ...
 [described motion] For Against

Lodgement of Proxy

This Proxy Form must be received by personal delivery to the AAAC's Secretary/Treasurer at **[insert address of the Secretary/Treasurer]** or by facsimile transmission to **[insert facsimile number of the**

Secretary/Treasurer] no later than 3 hours prior to the time set out above allotted for commencement of the meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting. The sending of a proxy to the AAAC by facsimile will be ineffective unless the person seeking to rely upon the proxy at the General Meeting can produce at the meeting (if required) an acknowledgement printed by the facsimile machine that transmitted the proxy that every page comprising the proxy had been transmitted to the specified number prior to the time required.

GENERAL MEMBER'S SIGNATURE

ACCOUNTS

- 110 All moneys received by the AAAC shall be paid into an account or accounts kept from time to time by the AAAC at a bank or banks. The accounts shall be kept in the name of the AAAC and all cheques and other methods of withdrawal shall be signed or electronically authorised by the Secretary/Treasurer and one other member of the Management Committee, as specified from time to time by resolution of the Management Committee.
- 111 The AAAC shall:
- 111.1 keep such accounting records as correctly record and explain the financial transactions and financial position of the AAAC;
 - 111.2 keep its accounting records in such a manner as will enable true and fair accounts of the AAAC to be prepared from time to time; and
 - 111.3 keep its accounting records in such a manner as will enable true and fair accounts of the AAAC to be conveniently and properly audited.
- 112 The financial year for the AAAC shall end on 30 June in each year, unless otherwise determined by the Council.
- 113 The AAAC shall submit to its members at the Annual General Meeting its accounts showing the financial position of the AAAC at the end of the immediately preceding financial year.
- 114 A copy of the AAAC's financial statements for the immediately preceding financial year shall be provided by mail or e-mail to each member entitled to attend or vote at the Annual General Meeting seven days prior to that meeting occurring.
- 115 True accounts shall be kept of the moneys received and expended by the AAAC and of the assets and liabilities of the AAAC. Such accounts, together with all relevant information relating to those accounts shall be open to the inspection of Members, subject to any reasonable restrictions as to time and manner of such inspections as may be imposed by the Management Committee and subject to the provisions of Rule 127.

AUDITOR

- 116 Every annual general meeting shall appoint an auditor or auditors for the ensuing year.
- 117 If a casual vacancy should occur in the office of auditor the Management Committee may fill such casual vacancy.
- 118 A member of the Management Committee shall not be eligible for election as auditor.
- 119 At least once every year the accounts of the AAAC shall be audited by the appointed auditors.

COMMON SEAL OF THE AAAC

- 120 The common seal of the AAAC engraved with the name of the AAAC shall be kept in the care of the Secretary/Treasurer. The seal shall not be used or affixed to any deed or other document except pursuant to a resolution of the Management Committee or a general meeting. Further, the seal shall not be used or affixed to any deed or other document except in the presence of the President and one other member of the Management Committee, both of whom shall subscribe their names as witnesses to the use or affixing of the seal.

AMENDMENT TO THE RULES

- 121 The AAAC may amend these Rules by special resolution but not otherwise.
- 122 Within one month of the passing of a special resolution altering its Rules, or such further time as may be allowed pursuant to section 17 of the Act, the Secretary/Treasurer shall lodge as required by section 17 of the Act notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Management Committee certifying that the resolution was duly passed as a special resolution and that the Rules of the AAAC as so altered conform to the requirements of the Act.
- 123 In accordance with section 17 of the Act, an amendment to the Rules of the AAAC shall not take effect until the provisions of Rule 122 have been complied with.

SUB-COMMITTEES

- 124 The Management Committee shall have the power to appoint at its discretion sub-committees of the AAAC on such terms and for such period as the Management Committee may determine and such sub-committees may be comprised of any person selected by the Management Committee, whether or not that person is a Member of the AAAC. Any sub-committee appointed pursuant to these Rules shall be responsible to the Management Committee and subject to the control and direction of the Management Committee.

ACTIONS TO RECOVER MONEY

- 125 Notwithstanding any other provision in these Rules, all subscriptions owing by any Member under these Rules and all moneys owing or payable by any Member to the AAAC whatsoever shall be recoverable by action in any Court of law against such a Member, whether such a Member shall at the time of that action have ceased to be a Member of the AAAC or not.

THE CUSTODY AND INSPECTION OF RECORDS AND DOCUMENTS

- 126 The custody of all records, books, documents and securities of the AAAC shall be held by the Secretary/Treasurer or as otherwise determined by the Management Committee.
- 127 Members of the AAAC shall not be entitled to inspect any of the records and documents of the AAAC unless the member is otherwise entitled to do so pursuant to the terms of these Rules or pursuant to the terms of the Act or unless a written request for such an inspection is made to, and approved by, the Management Committee.

RULES TO BE AVAILABLE TO MEMBERS

- 128 The AAAC shall keep and maintain in an up to date condition the Rules of the AAAC and, upon the request of a Member of the AAAC, shall make available those Rules for the inspection of that Member and the Member may make a copy of or take an extract from the Rules but shall have no right to remove the Rules for that purpose.

RECORD OF OFFICE HOLDERS

- 129 The AAAC shall maintain a record of:
- 129.1 the names and residential or postal addresses of the persons who are the office bearers of the AAAC, including all offices held by the persons who constitute the Management Committee of the AAAC and persons who are authorised to use the common seal of the AAAC; and
 - 129.2 in accordance with the terms of section 29 of Act the names and residential or postal addresses of any Persons who are appointed to act as trustees on behalf of the AAAC,

And the AAAC shall, upon the request of a member of the AAAC, make available the record for the inspection of the Member and the Member may make a copy of or take an extract from the record but shall have no right to remove the record for that purpose.

DISSOLUTION

- 130 The AAAC may be wound-up voluntarily if the AAAC is solvent and if it is resolved by special resolution at a general meeting, whether special or annual, that the AAAC so be wound-up voluntarily.
- 131 The Secretary/Treasurer shall cause a copy of any special resolution passed by the AAAC resolving that the AAAC be wound-up voluntarily to be lodged in accordance with section 30(2) of the Act within 14 days after the passing of the resolution.
- 132 If, upon the winding-up or any dissolution of the AAAC, there remains any surplus property, that property shall not be paid to or distributed amongst the Members of the AAAC but shall be given or transferred:
- 132.2 to another AAAC incorporated under the Act; or
 - 132.3 for charitable purposes.

PROVIDED THAT prior to the winding up or any dissolution of the AAAC the Management Committee shall be authorised and directed by the Members at a general meeting to prepare a distribution plan of the Surplus Property of the AAAC pursuant to section 33 of the Act. The incorporated association or charitable purpose which is to receive the surplus property shall be determined by a resolution of the eligible Members of the AAAC at that time.

- 133 In the event of the winding up or any dissolution of the AAAC, the Commissioner of Taxation shall be advised of the date of that winding up or dissolution within 30 days of that winding up or dissolution occurring.

NOTICES

- 134 Any notice required to be provided under these Rules must be in writing. In the case of notices provided by the AAAC, they must be given to the recipient by ordinary post, facsimile or electronic mail. In the case of notices provided by any Person other than the AAAC, they must be given to the recipient by ordinary post.
- 135 Service of any notice pursuant to the Rules by the AAAC shall be deemed to have occurred:
- 135.1 2 business days after the notice was posted by mail to the address of a member recorded in the AAAC's Register of Members or the address of any other Person previously provided by that Person to the AAAC;
- 135.2 on the day upon which the AAAC transmits the notice to a Person by facsimile to a facsimile number previously provided by that Person to the AAAC and when the facsimile machine which transmits the notice prints an acknowledgement that every page comprising that notice has been transmitted to the specified number;
- 135.3 on the day upon which the AAAC transmits the notice to a Person by e-mail to an e-mail address previously provided by that Person to the AAAC and when an electronic receipt recording that the e-mail containing the notice has been received or read at the specified e-mail address.
- 136 Service of any notice pursuant to the Rules by any Person other than the AAAC shall be deemed to have occurred 2 business days after the notice was posted by mail to the address of the AAAC appearing on its internet site.

TRANSITIONAL PROVISIONS

- 137 The terms of amendments to this Constitution shall come into effect in the manner described in the Schedule to this Constitution.

SCHEDULE 1 TO AAAC CONSTITUTION

TRANSITIONAL PROVISIONS RELATING TO AMENDMENTS MADE AT THE 27 APRIL 2012 SPECIAL GENERAL MEETING

- A. The amendments to this Constitution made at the special general meeting held on 27 April 2012 shall not come into force and effect until there has been compliance with the lodgement and other requirements of section 17 of the *Associations Incorporation Act, 1987*.
- B. A person who immediately prior to the making of the amendments is an Associate Member of the AAAC but who, following the making of the amendments, is eligible to be a Provisional Member, does not need to make an application to become a Provisional Member pursuant to clauses 9 to 20 of the Constitution. Rather, the Membership Committee shall re-characterise that Member as a Provisional Member without the need for the Member to make an application to that effect.
- C. Persons who have been General Members of the AAAC prior to the making of the amendments shall not be required to make any application to continue to be a General Member following the making of the amendments and shall retain their designation as a General Member.
- D. A Person who immediately prior to the making of the amendments is an Independent Member of the AAAC shall be designated as being a General Member following the making of the amendments without the need to make an application to be admitted to that category of membership pursuant to the provisions of clauses 9 to 20 of the Constitution. Rather, the Membership Committee shall re-characterise that Member as a General Member without the need for the Member to make an application to that effect.
- E. The categorisation of Members who are Associate Members (other than Members entitled to become Provisional Members) and Retired Members shall remain unchanged as a consequence of the amendments.
- F. If any Person is dissatisfied with a determination made by the Membership Committee pursuant to these transitional provisions as to that person's membership categorisation, the Member may appeal against such a decision pursuant to Rules 40 to 46 of the Constitution.

TRANSITIONAL PROVISIONS RELATING TO AMENDMENTS MADE AT THE 7 SEPTEMBER 2012 ANNUAL GENERAL MEETING

- A. The amendments to this Constitution made at the special general meeting held on 7 September 2012 shall not come into force and effect until there has been compliance with the lodgement and other requirements of section 17 of the *Associations Incorporation Act, 1987*.
- B. A person who immediately prior to the making of the amendments is an Provisional Member of the AAAC but who, following the making of the amendments, is eligible to be a General Member, does not need to make an application to become a General Member pursuant to clauses 9 to 14 of the Constitution. Rather, the Membership Committee shall re-characterise that Member as a General Member without the need for the Member to make an application to that effect and shall give that Member notice of that change.

- C. The categorisation of Members who were General Members, Associate Members or Retired Members prior to these amendments shall remain unchanged as a consequence of the amendments.