

ASSOCIATIONS INCORPORATIONS ACT 1981 – SCHEDULE 3

RULES FOR THE ASSOCIATION

1. NAME

The name of the incorporated association is the **Australasian Society for Traumatic Stress Studies** (in these rules called “the Association”).

2. INTERPRETATION

In these rules, unless the contrary intention appears: -

- 2.1 “Financial year” means the year ending June 30.
- 2.2 “General Meeting” means a General Meeting of Members convened in accordance with the rules 11 and 12.
- 2.3 “Committee” means the Committee of Management as referred to in rule 15.
- 2.4 “Committee Member” means a member of the Committee of Management.
- 2.5 “Ordinary Committee Member” means a committee member who is not an office bearer of the Association.
- 2.6 “Member” means a member of the Association.
- 2.7 “The Act” means the Associations Incorporation Act 1981.
- 2.8 “The Regulations” means the regulations under the Act.
- 2.9 “The Secretary” is a reference to the person who holds office under these rules as a Secretary of the Association.
- 2.10 “Chapter” shall be a collective group of members of the association as authorised by the Committee under sub-clause 15.4.3.

Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

3. OFFICE

The Office of the Association shall be at such place as may be determined by the Committee of Management of the Association and notified to the Registrar in accordance with the Act.

4. OBJECTS

The aims of the Association are to provide a forum for members to:

- 4.1 promote the advancement of knowledge about the nature and consequences of highly stressful experiences;
- 4.2 foster the development of the policy, programs and service initiatives which seek to prevent and/or minimise the unwanted consequences of such experiences;
- 4.3 promote high standards and ethical practices.

5. ELIGIBILITY FOR MEMBERSHIP

The Association shall consist of an unlimited number of natural persons whose interest and practices, in the opinion of the Committee of the Association, are consistent with the objects of the Association.

6. APPLICATION FOR MEMBERSHIP

- 6.1 A natural person who is approved for membership as provided in the rules is eligible to be a member of the Association on payment of the annual subscription payable under these rules.
- 6.2 A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership unless his/her admission is approved by the Committee.
- 6.3 An application of a person for the membership of the Association:
- 6.3.1 shall be made in the manner and form set out in the by-laws of the Association.
- 6.3.2 shall be lodged with the Secretary of the Association.
- 6.4 A right, privilege or obligation of a person by reason of his/her membership of the Association:
- 6.4.1 is not capable of being transferred or transmitted to another person.
- 6.4.2 is terminated upon the cessation of his/her membership whether by death or resignation or otherwise.

7. ANNUAL SUBSCRIPTION

The annual subscription is to be determined by the Committee and is payable to the Association in advance on or before the first day in July each year directly to the Treasurer.

8. REGISTER OF MEMBERS

The Secretary shall keep and maintain a register of members in which shall be entered the full name, address, and date of entry of the name of each member and the register shall be available for inspection by members at the address of Public Officer.

9. RESIGNATION OF A MEMBER

- 9.1 A member of the Association who has paid all monies due and payable by him/her to the Association may resign from the Association by first giving one month notice in writing to the Secretary of his/her intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- 9.2 Upon the expiration of a notice given under sub-clause 9.1, the Secretary shall make in the register of members an entry recording the date on which the member, by whom the notice was given, ceased to be a member.
- 9.3 If a member of the Association becomes unfinancial, then the Secretary of the Association shall after two months notify the person in writing advising of the dues then owed by that person to the Association and advising that if such dues are not paid within three months, then the Committee may expel that person from the Association. If, after three months from the date of such notification, the person has not paid all outstanding dues to the Association, then the Committee may by resolution strike that person's name off the register of members, at which time that person shall cease to be a member of the Association, but shall remain liable for any subscriptions or monies owing to the Association at the time of the resolution. Unfinancial members do not have voting rights.

10. EXPULSION OF A MEMBER

- 10.1 The Committee may by resolution:
- 10.1.1 expel a member from the Association
- 10.1.2 suspend a member from membership of the Association for a specified period.

- 10.2 A resolution of the Committee under sub-clause 10.1 does not take effect.
 - 10.2.1 unless the Committee at a meeting held not earlier than fourteen (14) and not later than twenty-eight (28) days after the service on the member of a notice under sub-clause 10.3 confirms the resolution in accordance with this clause;
 - 10.2.2 where the member exercises the right of appeal to the Association under this clause, unless the Association confirms the resolution in accordance with this clause.
- 10.3 Where the Committee passes a resolution under sub-clause 10.1, the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:
 - 10.3.1 setting out the resolution of the Committee and the grounds on which it is based;
 - 10.3.2 stating that the member may address the Committee at a meeting to be held earlier than fourteen (14) and not later than twenty-eight (28) days after the service of the notice;
 - 10.3.3 stating the date, place and time of that meeting;
 - 10.3.4 informing the member that he/she may do one or more of the following:
 - 10.3.4.1 attend that meeting
 - 10.3.4.2 give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution.
- 10.4 At a meeting of the Committee held in accordance with sub-clause 10.2, the Committee shall:
 - 10.4.1 give to the member an opportunity to be heard;
 - 10.4.2 give due consideration to any written statement submitted by the member;
 - 10.4.3 by resolution determine whether to confirm or to revoke the resolution.

11. ANNUAL GENERAL MEETING

- 11.1 The Association shall in each calendar year convene an Annual general Meeting of its members.
- 11.2 The Annual General Meeting shall be held on such a day and at such a place as the Committee determines.
- 11.3 The Annual General Meeting will be specified as such in the notice convening it.
- 11.4 The ordinary business of the Annual General Meeting shall be:
 - 11.4.1 to confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since the last meeting;
 - 11.4.2 to receive from the Committee reports upon the transaction of the Association during the last preceding financial year;
 - 11.4.3 to elect office bearers and Committee members of the Association;
 - 11.4.4 to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- 11.5 The Annual General Meeting may transact special business of which notice is given in accordance with these rules.
- 11.6 The Annual General Meeting shall be in addition to any other General Meeting that may be held in the same year.

12. SPECIAL GENERAL MEETING

All General Meetings other than the Annual General Meeting shall be call Special General Meetings.

- 12.1 The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association and, where but for this sub-clause, more than fifteen (15) months would lapse between Annual General Meetings shall convene a Special General Meeting before the expiration of that period.
- 12.2 The Committee shall on the requisition in writing of members representing not less than five percent of the total number of members, or 10 members, whichever number is the greater, convene a Special General Meeting of the Association.
- 12.3 The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- 12.4 If the Committee does not cause a Special Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition or any of them may convene a Special General Meeting to be held not later than three months after that date.
- 12.5 A Special General Meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening, but not attending, that meeting shall be refunded by the Association to the persons incurring the expenses.

13. NOTICE OF MEETING

- 13.1 The Secretary of the Association shall at least fourteen (14) days before the date fixed for holding General Meeting of the Association, cause to be sent to each member of the association at his/her address appearing in the register of members, a notice by pre-paid post, stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 13.2 No business other than set out in the notice convening the meeting shall be transacted at the meeting.
- 13.3 A member desiring to bring any business before a meeting may, not later than one month before the said meeting, give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting after the receipt of the notice.

14. PROCEEDINGS AT MEETINGS

- 14.1 All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these rules, as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
- 14.2 No item of business shall be transacted at a General Meeting unless a quorum of members entitled to vote is present during the time when the meeting is considering that item.
- 14.3 Five percent of the membership or ten members, whichever is greater, personally present (being members entitled under these rules to vote at a General Meeting) constitutes a quorum for the transaction of the business of a General Meeting
- 14.4 If within one hour after the appointed time for the commencement of a General Meeting a quorum is not present, the meeting as convened upon the requisition of members shall be dissolved and in any case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the

adjournment or by written notice given to members before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the appointed time of the meeting, the members present (being not less than three) shall be a quorum.

- 14.5 The President, or in his/her absence, the Vice-President, shall preside as Chairperson at each General Meeting of the Association.
- 14.6 If the President and the Vice President are absent from the General Meeting, the members present shall elect one of their number to preside as Chairperson at that meeting.
- 14.7 The Chairperson of a General Meeting at which a quorum is present may, with the consent of 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.
- 14.8 Where a meeting is adjourned for fourteen (14) days or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
- 14.9 Except as provided in sub-clause 14.8, it is not necessary to give notice of an adjournment of the business to be transacted at an adjourned meeting.
- 14.10 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 determined, a declaration by the Chairman that a resolution has, on a show of hands, been carried, or carried unanimously or carried by a particular majority or lost, and 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.
- 14.11 Upon any question arising at a General Meeting of the Association a member has one vote only.
- 14.12 All votes shall be given personally or by proxy.
- 14.13 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 14.14 If at a meeting a poll on any question is determined by not less than three members, it should be taken at the next meeting in such a manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 14.15 A poll that is determined on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is determined on another question shall be taken at such time before the close of the meeting as the Chairperson may direct.
- 14.16 A member is not entitled to vote at any general Meeting unless all monies due and payable by him/her to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.
- 14.17 Each member shall be entitled to appoint another member as his/her proxy by notice given to the Secretary no later than twenty-four (24) hours before the time of the meeting in respect of which the proxy is appointed.
- 14.18 The notice appointing the proxy shall be in the form set out in the by-laws of the Association.

15. COMMITTEE OF MANAGEMENT

- 15.1 Subject to section 23 of the Act, the Committee shall consist of:
 - 15.1.1 the office bearers of the Association
 - 15.1.2 one Ordinary Committee Member elected by each Chapter of the Association each of whom shall be nominated by the Chapter committee.
 - 15.1.2.1 Where there is more than one chapter within any one State or Region all Chapters within the said State or Region shall be eligible to nominate a representative as their Ordinary Member.
- 15.2 Each Ordinary Committee Member so nominated shall, subject to these rules, hold office until two years after the date of his/her initial nomination, but can be eligible for re-nomination subject to endorsement by the Chapter.
- 15.3 In the event of a casual vacancy occurring in the office of an Ordinary Committee Member elected by one of the Chapters, the Chapter who elected the Ordinary Committee Member may appoint a member of the Chapter 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 his/her appointment.
- 15.4 The Committee:
 - 15.4.1 shall control and manage the business and affairs of the Association;
 - 15.4.2 may, subject to these rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by General Meetings of the members of the Association;
 - 15.4.3 may authorise the establishment of Chapters of the Association, within the definition of Chapters as in clause 2.10.
 - 15.4.3.1 Chapters are subject to the one ASTSS constitution of the incorporated body and are not required to have a separate constitution.
 - 15.4.4 subject to these rules, the Regulations and the Act, has power to perform all such acts and things such as appear to the Committee to be essential for the proper management of the business and affairs of the Association.
 - 15.4.5 May pass and promulgate by-laws for the conduct and administration of the Association and the Chapters.

16. OFFICE BEARERS OF THE ASSOCIATION

- 16.1 The office bearers of the Association shall be:
 - 16.1.1 a President
 - 16.1.2 a Vice-President
 - 16.1.3 an Executive Officer
 - 16.1.4 a Treasurer
 - 16.1.5 a Secretary
- 16.2 The provisions of rule 17 so far as they are applicable and with the necessary modifications apply to and in relation to the election of persons to any office mentioned in sub-clause 16.1.
- 16.3 Each office bearer of the Association shall hold office until the first Annual General Meeting after the date of his/her election but is eligible for re-election for one further term of office.
- 16.4 At the first Annual General Meeting after the election of the President, the incumbent President shall retire and the incumbent Vice-President shall become President and in turn shall hold the office of President until the first Annual General Meeting thereafter.

16.5 In the event of a casual vacancy in any office referred to in sub-clause 16.1, the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his/her appointment.

16.6 Elected biennially with regard to clauses 16.3 and 16.4 for a two year period.

17. ELECTION OF OFFICE BEARERS AND VACANCY

17.1 All elections of office bearers of the Association shall be by ballot.

17.2 The first office bearers of the Association shall be determined in writing by the subscribers to the memorandum.

17.3 At the first Annual General Meeting, all Committee Members shall retire and a new Committee shall be elected by ballot. Retiring Committee Members shall be eligible for re-election.

17.4 Should the office of President become vacant for any reason before the Annual General Meeting in any year, the Vice-President and failing the Vice-President, a person appointed by the Committee from among its numbers shall act as President until the next Annual General Meeting.

17.5 If the office of the Vice-President should become vacant for any reason before the Annual General Meeting in any year, it shall remain vacant until the next Annual General Meeting in any year. The Committee may elect any member willing and eligible to act to fill any casual vacancy, subject to sub-clauses 17.3 and 17.4.

17.6 Not less than ninety (90) days before the date upon which it is proposed to hold the Annual General Meeting, a notice should be sent to all members indicating the positions on the Committee that are to become vacant at the Annual General Meeting and calling for nominations.

17.7 Nominations of members proposed for election as Office Bearers shall be in writing and shall be signed by a proposer and a seconder of each candidate, who shall endorse thereon his/her consent, and the same shall then be lodged with the Secretary. Nominations shall close sixty (60) days before the date fixed by the Committee for the Annual General Meeting.

17.8 No member shall be elected to more than one position on the Committee. If no nomination is received for any position, the President may make such nominations from members willing and eligible to act as may be necessary to ensure that all positions on the Committee shall be filled.

17.9 If no more than one nomination is received for any one position the Chairperson at the Annual General Meeting shall declare the candidate duly elected to such position. If there is more than one nomination for any position, election to that position shall be by ballot to be arranged and conducted as set forth in sub-clause 17.10 to 17.15.

17.10 Not less than twenty-one (21) days before the date appointed for the holding of the Annual General Meeting, the Secretary shall post to every member entitled to vote a ballot paper which shall contain a list of those nominated and one of the office for which they seek election with a square opposite each name wherein each member may record his or her vote. The ballot paper shall list all positions to be filled for which there is to be an election.

17.11 Each ballot paper shall be accompanied by an envelope marked "ballot paper", a card marked with NAME and SIGNATURE and an envelope addressed to the Secretary of the Association.

- 17.12 To record his or her vote, a member shall mark the ballot paper with a cross (X) in the relevant square pertaining to his/her preferred candidate, place the ballot in the envelope marked "ballot paper" without any other matter and seal it, sign his/her name on the card provided, place the envelope marked "ballot paper" and the card in the envelope addressed to the Secretary and forward the same by post or hand it to the Secretary, so as to reach the Secretary not later than three clear business days before the Annual General Meeting.
- 17.13 The Secretary shall ensure, by checking off the cards with the membership register, that each member has only cast one vote, provide for the safe custody of all ballot papers received pending the commencement of the Annual General Meeting and at the Annual General Meeting hand them unopened to the scrutineers.
- 17.14 Two scrutineers shall be elected by the members present at the Annual General Meeting and they shall take charge of the ballot immediately after their election and shall count the votes, properly record such votes, keeping the result secret, hand the same to the Chairperson at the Annual General Meeting, who shall declare the result of the ballot after the adoption of the report and Balance Sheet. All members of the Committee shall continue in office until immediately after the closing of the Annual General Meeting.
- 17.15 In the case of an equality of votes for two or more candidates, the Chairperson shall exercise a casting vote in addition to his or her deliberate vote.
- 17.16 Any Committee Member may appoint another member qualified to be a Committee Member to be an alternate Committee Member to sit in his/her place on the Committee (and at his/her discretion may remove such alternative Committee Member) and any such appointment or removal shall have effect forthwith. Such appointee whilst he/she holds office as an alternative Committee Member shall be entitled to notice of meeting of the Committee and to attend and vote thereat accordingly and to sign resolutions and execute such powers, authorities and discretions as are vested in or exercisable by the committee Member making such appointment (unless the same are curtailed or limited by the written notice by which the appointee is appointed). Such alternative Committee Member shall ipso facto vacate office if and when the appointor shall cease to be a Committee Member or if the appointor removes the appointee from the office. Any appointment or removal under this sub-clause must be in writing under the hand of the Committee Member making the same and must be served on the Secretary of the Association and the appointment or removal shall take effect forthwith upon the service thereof. Service of the appointment or the removal notice may be effected by sending the same through the post in a prepaid registered envelope addressed to the Secretary of the Association or by leaving the same at the Registered Office of the Association and if sent by post shall be deemed to be served on the day on which in the ordinary course of mail delivery the same should have been delivered. No alternative Committee Member shall be entitled to attend or vote at any meeting of the Committee at which his/her appointor is present.
- 17.17 For the purpose of these rules, the office of an officer of the Association or of an ordinary member of the Committee becomes vacant if the officer or member:-
- 17.17.1 ceases to be a member of the Association;
 - 17.17.2 becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
 - 17.17.3 resigns his/her office by notice in writing given to the Secretary.
- 17.18 Holders of contracted positions cannot hold elected office on the Executive of the Association.

18. PROCEEDINGS OF THE COMMITTEE

- 18.1 The Committee shall meet at least three times in each year at such place and such time as the Committee may determine.

- 18.2 Notice shall be given to the members of the Committee of any Special Meeting, specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- 18.3 Any three members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 18.4 No business shall be transacted unless a quorum is present and if within one hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and time of the same day the following week, unless the meeting was a Special Meeting, in which case it lapses.
- 18.5 At meetings of the Committee:
18.5.1 the President or in his/her absence the Vice-President shall preside; or
18.5.2 if the President and the Vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- 18.6 Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if deemed by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- 18.7 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 one vote, and in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 18.8 Written notice of each committee meeting shall be served on each member of the Committee by delivering it to him/her at a reasonable time before the meeting or by sending it by prepaid post addressed to him/her at his/her usual or last known place of abode at least four business days before the date of the meeting.
- 18.9 Subject to sub-clause 18.3 the Committee may act notwithstanding any vacancy on the Committee.

19. SECRETARY

The Secretary of the Association shall keep minutes of the resolutions and proceedings of each general meeting and each committee meeting in books provided for that purpose together with a record of the names of persons present at committee meetings or direct the Administrative Officer to perform this and other duties designated to the position of Secretary.

20. TREASURER

- 20.1 The Treasurer of the Association:-
20.1.1 shall collect and receive all monies due to the Association and make all payments authorised by the Association; and
20.1.2 shall 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.
- 20.2 The accounts and books referred to in sub-clause 20.1 shall be available for inspection by members.

21. REMOVAL OF A COMMITTEE MEMBER

- 21.1 The Association in General Meeting may by resolution remove any member of the Committee before the expiration of his/her term of office and appoint another member in his/her stead to hold office until the expiration of the term of office of the first mentioned member.

- 21.2 Where the member to whom a proposed resolution referred to in sub-clause 19.1 makes representations in writing to the Secretary or President of the Association and requests that they be notified to the members of the Association, the Secretary or President may send a copy of the representations to each member of the Association or, if they are not so sent, the member may require that they be read out at the meeting.

22. CHEQUES

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Committee.

23. SEAL

- 23.1 The Common Seal of the Association shall be kept in the custody of the Secretary.
- 23.2 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 signature either of two members of the Committee or of one member of the Committee and of the Public Officer of the Association.

24. ALTERATIONS OF RULES AND STATEMENT OF PURPOSE

These rules and the statement of purpose of the Association shall not be altered except in accordance with the Act.

25. NOTICES

- 25.1 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 his/her address shown in the Register of Members.
- 25.2 Where a document is properly addressed, prepaid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

26. WINDING UP OR CANCELLATION

If, upon winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be transferred to a society, institution or organization covered by the provisions of item 8 1 (1)© in the First Schedule to the Sales Tax (Exemption and Classification) Act, or to some other institution or institutions having objects similar to the Association, and which is a fund, authority or institution referred to in paragraph 78(1)(a) of the Income Tax Assessment Act 1936, such institutions to be determined by the members of the Association at or before the time of dissolution, or in default thereof by the Supreme Court of Victoria.

27. CUSTODY OF RECORDS

Except as otherwise provided in these Rules, the Secretary shall keep in his/her custody or under his/her control all books, documents and securities of the Association. Those books shall be available for inspection by members of the Association.

28. FUNDS

The funds of the Association shall be derived from entrance fees, annual subscriptions, donations, grants and other such sources as the Committee determines.