

National Australian Pharmacy Students' Association

RULES

1. NAME

The name of the Association is 'National Australian Pharmacy Students' Association.'

2. DEFINITIONS

In these Rules:

'Annual General Meeting' means an annual general meeting of the Association held in accordance with these Rules.

'Authority' means an organisation that is authorised to prescribe registration requirements for pharmacists in a particular State or Territory.

'Associate Member' means a person who holds individual membership of the Association in accordance with clause 8.

'Association' means National Australian Pharmacy Students' Association.

'Branch' means a student association of the Association as defined in clause 4 of these Rules.

'Committee Chair' is a position described as a committee chair in clause 18.1(a).

'Course' means a university-based course of study recognized by an Authority as being a pre-requisite for registration as a pharmacist in a particular State or Territory.

'Delegate' means any person elected by a Branch to represent that Branch at meetings of the National Council in accordance with these Rules.

'Education Committee Chair' means a person appointed to act as education committee chair of the Association in accordance with clause 18.1(a).

'Education program' means a training session independently facilitated from the University curriculum for NAPSA Members.

'Executive' means each person holding an executive position as described in clause 18.1(a).

‘General Meeting’ means an Annual General Meeting or a Special General Meeting held in accordance with these Rules.

‘Immediate Past President’ means a person appointed to act as immediate past president of the Association in accordance with clause 18.1(a).

‘Individual Member’ means a person who holds individual membership of the Association in accordance with clause 7.

‘Industrial Affairs Committee Chair’ means a person appointed to act as industrial affairs committee chair of the Association in accordance with clause 18.1(a).

‘Intern’ means any person who has completed a Course and is in the process of completing any additional requirements which have been prescribed by an Authority which must be completed prior to being registered as a pharmacist, but has not yet been registered as a pharmacist.

‘IPSF’ means International Pharmaceutical Students’ Federation.

‘IPSF Committee Chair’ means a person appointed to act as IPSF committee chair of the Association in accordance with clause 18.1(a).

‘Member’ means a Student Member, an Associate Member or an Individual Member.

‘National Council’ means the national council of the Association formed in accordance with clause 12.

‘Pharmacy Awareness Committee Chair’ means a person appointed to act as pharmacy awareness committee chair of the Association in accordance with clause 18.1(a).

‘Position’ means a position on the Executive or a Committee as described in clause 18.1(a).

‘President’ means a person appointed to act as president of the Association in accordance with clause 18.1(a).

‘Publications Committee Chair’ means a person appointed to act as publications committee chair of the Association in accordance with clause 18.1(a).

‘Regulations’ means the Regulations accompanying these rules as amended or replaced from time to time in accordance with clause 22.

‘Rural and Indigenous Health Committee Chair’ means a person appointed to act as rural and indigenous health committee chair of the Association in accordance with clause 18.1(a).

‘Secretary’ means a person appointed to act as secretary of the Association in accordance with clause 18.1(a).

‘Special General Meeting’ means a meeting of the Association called in accordance with these Rules.

‘Special Resolution’ means a resolution passed in accordance with section 24 of the *Associations Incorporation Act 1987 (WA)*.

‘Student’ means any person in Australia currently enrolled in a Course.

‘Student Member’ means a person who holds student membership of the Association in accordance with clause 6.

‘Treasurer’ means a person appointed to act as treasurer of the Association in accordance with clause 18.1(a).

‘Vice-President’ means a person appointed to act as vice-president of the Association in accordance with clause 18.1(a).

3. OBJECTIVES

3.1 The objectives of the Association are:

- a) To protect the status, rights and privileges, and to promote the interests of Australian pharmacy students;
- b) To establish permanent contact with and between NAPSA branches, and to assist all branches where possible;
- c) To establish uniform and leading edge standards for the course of study and the qualification for registration of pharmacists throughout Australia;
- d) To provide educational opportunities available nationally, to supplement University curriculum;
- e) To maintain a policy platform developed from the opinions and beliefs of the Association’s Members;
- f) To cooperate with other organisations on scientific, cultural and social levels to further the objectives and elevate awareness of the Association; and
- g) To arrange an annual student conference between branches.

3.2 The property and income of the Association shall be applied solely towards the promotion of the objects and purposes of the Association as

described in clause 3.1, and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to Members, except in good faith in the promotion of those objects or purposes.

4. BRANCHES

4.1 Eligibility and appointment

- (a) Any Australian association of pharmaceutical students is eligible to apply to become a Branch and is referred to in this clause 4 as an Eligible Association.
- (b) An Eligible Association may apply to become a Branch by making a written application to the Secretary. The application must be received by the Secretary at least 28 days before the next Annual General Meeting.
- (c) The Secretary must forward a copy of all applications received in accordance with clause 4(b) to each member of the National Council at least 14 days before the next Annual General Meeting.
- (d) If an application from an Eligible Association has been received in accordance with this clause, the National Council must vote on that application at the next Annual General Meeting. The Eligible Association will become a Branch if the motion is passed.

4.2 Register of Branches

- (a) The Secretary must maintain a current and accurate register of Branches, which must include a record of the dates on which those organisations became Branches.
- (b) The Secretary must provide a copy of the register of Branches to any Member if the Member requests the Secretary to do so.

5. REMOVAL OF BRANCHES

5.1 Process

- (a) The National Council may pass a resolution (referred to in this clause 5 as an Expulsion Resolution) removing a Branch (referred to in this clause 5 as an Expulsion Organisation) from the Association if it has first passed a resolution that the Expulsion Organisation has been guilty of conduct prejudicial to the objects

of the Association or that it for any other reason is unsuitable to be a Branch.

- (b) An Expulsion Resolution can only be passed at a Special General Meeting convened for the purpose of voting on that Expulsion Resolution.
- (c) At a Special General Meeting which has been called for the purpose of voting on an Expulsion Resolution:
 - (i) the quorum required is three-quarters of the members of the National Council who are not members of the Expulsion Organisation, and the quorum requirements of clause 15 do not apply;
 - (ii) the Expulsion Organisation is entitled to send Delegates to address the Special General Meeting prior to the Expulsion Resolution being voted on;
 - (iii) members of the National Council who are members of the Expulsion Organisation are entitled to attend the Special General Meeting and vote on the Expulsion Resolution; and
 - (iv) the Expulsion Resolution must be passed as a Special Resolution.
- (d) An Expulsion Resolution must be ratified by no less than two-thirds of the Branches within 28 days of the Expulsion Resolution being passed, otherwise the Expulsion Resolution will be of no effect.
- (e) An Expulsion Organisation must be given at least 56 days' notice of the Special General Meeting at which the Expulsion Resolution is to be voted on. The notice must:
 - (i) state the time, date and place of the Special General Meeting;
 - (ii) state the terms of the proposed Expulsion Resolution and the grounds on which it is based; and
 - (iii) inform the Branch of its right to send Delegates to address National Council at that Special General Meeting prior to the Expulsion Resolution being voted on.

5.2 Appeals

- (a) If an Expulsion Resolution is passed in accordance with clause 5.1, the Expulsion Organisation may, no later than 48 hours after the Expulsion Resolution is passed, provide the Secretary with written notice of its intention to appeal against the Expulsion Resolution.

- (b) If the Secretary receives a notice in accordance with clause 5.2(a), the Secretary must notify the National Council of that notice and a Special General Meeting must be convened to be held within 21 days after the date on which the Secretary received the notice.
- (c) At a Special General Meeting convened in accordance with clause 5.2(b):
 - (i) no business other than the question of the appeal may be conducted;
 - (ii) the quorum required is three-quarters of the members of the National Council who are not members of the Expulsion Organisation, and the quorum requirements of clause 15 do not apply;
 - (iii) the Secretary must place before the meeting minutes of all meetings at which the Expulsion Resolution was considered and of the Special General Meeting at which the Expulsion Resolution was passed;
 - (iv) committee members of the Expulsion Organisation must be given an opportunity to address the National Council on the matter of the Expulsion Resolution;
 - (v) the meeting must vote by secret ballot on the question of whether the Expulsion Resolution should be confirmed or revoked;
 - (vi) members of the National Council who are members of the Expulsion Organisation are entitled to attend the Special General Meeting and vote on the Expulsion Resolution; and
 - (vii) if two-thirds of those present at the meeting vote to revoke the Expulsion Resolution, it will be revoked and be of no effect. If less than two-thirds of those present at the meeting vote to revoke the Expulsion Resolution, it will be affirmed and no further appeal will be considered.

6. STUDENT MEMBERSHIP

6.1 Eligibility

- (a) Any Student who is a full member of a Branch is a Student Member of the Association if that Branch has paid a subscription fee as specified in clause 10.

- (b) Any Student Member who is appointed to a Position of the Association or to the National Council will be deemed to remain a Student Member for the duration of that appointment, regardless of whether they would otherwise have ceased to be a Student Member during that time.

6.2 Termination of Student Membership

- (a) (ceasing to be a Student or member of a Branch) Subject to clause 6.1(b), a Student Member automatically ceases to be a Student Member when:
 - (i) that Student Member ceases to be a Student; or
 - (ii) that Student Member ceases to be a member of a Branch.
- (b) (resignation) A Student Member may resign from the Association by providing the Secretary with 28 days' written notice of its intention to resign.
- (c) (termination by resolution) National Council can, by resolution at a duly convened General Meeting, terminate the membership of a Student Member in its discretion. The Secretary must, at least 28 days prior to the General Meeting at which the resolution will be voted on, inform the Student Member in question of the reason for the proposed termination and give notice to that Student Member of the relevant General Meeting.

7. INDIVIDUAL MEMBERSHIP

7.1 Eligibility

- (a) A person is entitled to apply to become an Individual Member if that person completed a Course no more than 3 calendar years prior to making the application.
- (b) A person will become an Individual Member if:
 - (i) they make a written application to the Secretary;
 - (ii) National Council approves the application at a duly convened General Meeting; and
 - (iii) they have paid the full amount of the subscription as specified in the Regulations.

- (c) The Secretary must ensure that all applications received for Individual Membership are considered at the next General Meeting.

7.2 Termination of Individual Membership

- (a) (lapse of subscription or time) An Individual Member automatically ceases to be an Individual Member when:
 - (i) One calendar year has elapsed since that person became an Individual Member, and the appropriate subscription fees for the following calendar year has not been paid in full; or
 - (ii) Four calendar years have elapsed since that person graduated from a Course.
- (b) (resignation) An Individual Member may resign from the Association by providing the Secretary with 28 days' written notice of its intention to resign.
- (c) (termination by resolution) National Council can, by resolution at a duly convened General Meeting, terminate the membership of an Individual Member in its discretion. The Secretary must, at least 28 days prior to the General Meeting at which the resolution will be voted upon, inform the Individual Member in question of the reason for the proposed termination and give notice to that Individual Member of the relevant General Meeting.

8. ASSOCIATE MEMBERSHIP

8.1 Eligibility

- (a) A person is entitled to apply to become an Associate Member if that person is employed in a position directly related to the Pharmaceutical Industry deemed appropriate by National Council at the time of making the application.
- (b) A person will become an Associate Member if:
 - (iv) they make a written application to the Secretary
 - (v) National Council approves the application at a duly convened General Meeting; and
 - (vi) they have paid the full amount of the subscription as specified in the Regulations.

- (c) The Secretary must ensure that all applications received for Associate Membership are considered at the next General Meeting.

8.2 Termination of Associate Membership

- (a) (lapse of subscription or time) An Associate Member automatically ceases to be an Associate Member when:
 - (iii) One calendar year has elapsed since that person became an Associate Member, and the appropriate subscription fees for the following calendar year has not been paid in full.
- (b) (resignation) An Associate Member may resign from the Association by providing the Secretary with 28 days' written notice of its intention to resign.
- (c) (termination by resolution) National Council can, by resolution at a duly convened General Meeting, terminate the membership of an Associate Member in its discretion. The Secretary must, at least 28 days prior to the General Meeting at which the resolution will be voted upon, inform the Associate Member in question of the reason for the proposed termination and give notice to that Associate Member of the relevant General Meeting.

9. REGISTER OF MEMBERS

- (a) The Secretary must maintain a current and accurate register of Members which must include the following details in respect of each Member:
 - (i) whether the Member is a Student Member, an Individual Member or an Associate Member;
 - (ii) the date on which the Member became a Member;
 - (iii) the postal or residential address of the Member; and
 - (iv) in the case of a Student Member, the Branch to which they belong.
- (b) The register of Members must include sub-registers of:
 - (i) Student Members who have resigned in accordance with clause 6.2(b), which must include the date of resignation and the name of the Branch to which each Student Member belonged at the time of resignation;

- (ii) Student Members who have been expelled in accordance with clause 6.2(c), which must include the date of expulsion of each Student Member and the name of the Branch to which each Student Member belonged at the time of expulsion; and
 - (iii) Individual Members whose membership has been terminated under clause 7.2(c), noting the reason why membership was terminated and the date of termination.
 - (iv) Associate Members whose membership has been terminated under clause 8.2(c), noting the reason why membership was terminated and the date of termination.
- (c) If a Member requests, the Secretary must make the register of Members available for 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.

10. SUBSCRIPTIONS

- (a) Branches, Associate Members and Individual Members must pay annual subscriptions to the Association as specified in the Regulations.
- (b) Branches, Associate Members and Individual Members must ensure that their annual subscriptions are received by the Treasurer at least 14 days prior to the Annual General Meeting in each year.
- (c) If subscriptions are not received by the Treasurer in accordance with clause 10(b), the National Council may:
 - (i) in the case of a Branch, pass a resolution to remove the voting rights and all or any privileges of the Branch afforded under these Rules or otherwise, or, under clause 5, to remove that Branch from the Association; or
 - (ii) in the case of an Individual Member, pass a resolution to remove all or any privileges of the Individual Member afforded under these Rules or otherwise, or, under clause 7(c), to terminate that Individual Member's membership.
 - (iii) in the case of an Associate Member, pass a resolution to remove all or any privileges of the Associate Member afforded under these Rules or otherwise, or, under clause 8(c), to terminate that Associate Member's membership

11. AFFILIATION

National Council may pass a resolution for the Association to affiliate or cancel an affiliation with any organisation in accordance with the objectives of the Association.

12. THE NATIONAL COUNCIL

12.1 Nature and composition

- (a) The governing body of the Association shall be the National Council.
- (b) The National Council shall be comprised of two Delegates from each Branch, one of which must be the Branch President, and the second delegate being duly appointed by the committee of the relevant Branch.

12.2 Delegates

- (a) Each Branch must provide the Secretary with written confirmation of the names and contact details of its two Delegates for the next year at least 14 days before each Annual General Meeting.
- (b) Confirmation given pursuant to clause 12.2(a) must include a letter signed by both the vice-president and secretary of the relevant Branch, stating that it is the Branch's intention to admit the two Delegates named in the advice to National Council at the following Annual General Meeting.
- (c) If either of the Delegates named by a Branch is the vice-president or secretary of the Branch, the letter required pursuant to clause 12.2(b) must include a third signature from the treasurer of that Branch.
- (d) Only Students are eligible to become members of the National Council.
- (e) The National Council shall begin its term at the beginning of the Annual General Meeting and remain as National Council until the beginning of the next Annual General Meeting.
- (f) If a member of National Council resigns, dies or is removed in accordance with clause 25, their Position may be filled by a Member of the Association who is a member of the same Branch and has been appointed by that Branch to fill that position.

- (g) The Delegate replacing the former Member of National Council under clause 12.2(f) may join National Council at any General Meeting after:
 - (i) the Secretary has received a letter signed by any two of the president, vice-president, secretary and treasurer of the new Delegate's Branch confirming that Branch's intention to admit that new Delegate to National Council (provided that neither of the two signing the letter is the person who left the position on National Council vacant); and
 - (ii) approval of the new Delegate by a motion passed by National Council.

13. GENERAL MEETINGS

13.1 General

- (a) General Meetings of the Association shall be the Annual General Meeting and Special General Meetings.
- (b) No items of business may be conducted at any General Meeting unless the necessary quorum has been reached.
- (c) The President shall be the chairperson of General Meetings, or, in the President's absence, the Vice-President. Where neither the President nor the Vice-President is available, the National Council members present must select one of their number to preside.
- (d) At all General Meetings, each member of the National Council has one vote on any question arising.
- (e) Unless otherwise specified in these Rules, a motion will be passed if more than 50% of members of the National Council represented vote in favour of it.
- (f) All votes at a General Meeting must be given personally or by proxy.
- (g) In the case of any vote being equal, the chairperson may exercise a second or casting vote.
- (h) If a question arising at a General Meeting is determined on a show of hands or by silent vote, the chairperson will declare that the resolution has been:
 - (i) carried;

- (ii) carried unanimously;
- (iii) carried by a particular majority; or
- (iv) lost,

and an entry to that effect will be made in the minutes of the meeting as evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

- (i) Each member of the National Council is entitled to appoint a Member who is a member of the same Branch as that member as a proxy by a proxy nomination form given to the Secretary no later than 48 hours before the time of the General Meeting in respect of which the proxy is appointed. The proxy nomination form that must be used is the form specified in the Regulations.
- (j) Any Member, or any visitor attending a General Meeting at the invitation of the President, may move or second a motion.

13.2 Adjournment of General Meetings

- (a) The chairperson may, with the consent of a majority of Delegates present at a General Meeting, adjourn the meeting from time to time and place to place.
- (b) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (c) If the adjourned meeting is to be resumed later than 14 days after the adjournment, at least 14 days notice must be given to each member of the National Council by the Secretary of the time, date and place at which the meeting is to be resumed.

14. ANNUAL GENERAL MEETINGS

- (a) The National Council shall hold an Annual General Meeting once each year.
- (b) The Annual General Meeting shall be held at a time most convenient for the Branches and when at least one Course is on its mid-year academic break.
- (c) A host Branch for each Annual General Meeting shall be determined by the National Council at the Annual General Meeting preceding the Annual General Meeting in question.

- (d) The Secretary must provide each Branch with at least 30 days written notice of each Annual General Meeting, and each Branch must pass that notice on to each of its members no longer than 7 (seven) days after receiving it.
- (e) Each Branch shall submit a report of its yearly activities to the Secretary no later than 14 days before each Annual General Meeting.
- (f) The quorum required for each Annual General Meeting is no less than two-thirds of all Delegates and their proxies.
- (g) All Positions will be declared vacant at the beginning of the Annual General Meeting, and the Immediate Past President will chair the meeting until the new Executive is elected. Where the Immediate Past President is unavailable, an independent chairperson will be appointed by the outgoing National Council to chair the meeting until the new Executive is elected. After this time, the President shall chair the meeting, or, if the President is unavailable, the Vice-President. If neither the President nor the Vice-President is available, the new National Council members present shall select one of their number to chair the remainder of the meeting.

15. SPECIAL GENERAL MEETINGS

- (a) In addition to the Annual General Meeting, any number of other General Meetings may be held in a year. All General Meetings other than the Annual General Meeting are Special General Meetings.
- (b) The Executive may, whenever it thinks fit, in addition to the times specified in these Rules, convene a Special General Meeting.
- (c) The Executive shall convene a Special General Meeting if it receives a written request to do so which has been signed by not less than one-third of the members of the National Council and states the business to be dealt with at the Special General Meeting.
- (d) A quorum at any Special General Meeting shall be one half of members of the National Council and their proxies, comprising at least one Delegate from more than half of the Branches.
- (e) The Secretary must ensure that notice is given to every member of the National Council of the time, date and place of each Special General Meeting no less than 14 days before that Special General Meeting.

- (f) The Secretary must provide each Branch with at least 14 days' written notice of each Special General Meeting, and each Branch must pass that notice on to each of its members within 7 (seven) days of receiving it.

16. POWERS OF THE NATIONAL COUNCIL

The National Council may form committees for such purposes as it believes fit, and may appoint any person, whether a Member of the Association or not, to join or assist any such committee.

17. EXTRAORDINARY RESOLUTIONS OF THE NATIONAL COUNCIL

17.1 Submission of extraordinary resolutions

At any time other than during the 28 days preceding the Annual General Meeting, a proposed resolution in writing signed by:

- (i) a member of the National Council; or
- (ii) the president of a Branch,

may be submitted to the Secretary for consideration by the National Council (referred to in this clause 17 as an Extraordinary Resolution).

17.2 Consideration of Extraordinary Resolutions

- (a) The Secretary must forward a copy of an Extraordinary Resolution received in accordance with clause 17.1 to the secretary of each Branch and each member of the National Council by registered post:
 - (i) together with a notice setting out the date and times on which voting on the Extraordinary Resolution will close; and
 - (ii) so that it is reasonably likely to be received by each recipient no less than 14 days before voting will close; and
- (b) Extraordinary Resolutions which obtain a two-thirds majority of the votes of members of the National Council shall take effect from the time of close of voting.

18. THE EXECUTIVE AND COMMITTEE CHAIRS

18.1 Positions comprising the Executive and Committee Chairs

(a) At each Annual General Meeting, members of the National Council will be elected to hold the following Positions, which will be Executive Positions:

- (i) President;
- (ii) Vice-President;
- (iii) Secretary; and
- (iv) Treasurer,

and the following Positions, which will be Committee Chair Positions:

- (v) Education Committee Chair;
- (vi) Industrial Affairs Committee Chair;
- (vii) IPSF Committee Chair;
- (viii) Pharmacy Awareness Committee Chair
- (ix) Publications Committee Chair; and
- (x) Rural and Indigenous Health Committee Chair.

The person who held the position of President in the previous year shall also be a member of the National Council, and will be called the 'Immediate Past President'.

- (b) Each member of the Executive and each Committee Chair must perform the duties prescribed for a person holding that particular Position and set out in the Regulations.
- (c) The Executive and Committee Chairs shall hold office from the time of their election until Positions are declared vacant at the next Annual General Meeting, or sooner if they resign, die, or are removed in accordance with these Rules.
- (d) No member of the Executive or any Committee Chair shall hold the same Position for more than 2 (two) consecutive years.
- (e) Members of the Executive and Committee Chairs may, where a vacancy exists due to resignation, death, removal or an unfilled Position, be elected at a duly convened Special General Meeting.

18.2 Elections of the Executive and Committee Chairs

At each Annual General Meeting:

- (a) nominations for Executive and Committee Chair Positions must be made by any Member and seconded by another Member;
- (b) candidates for any Position shall be given an opportunity to address the meeting prior to voting;
- (c) the candidates, after being given an opportunity to address the meeting as provided for in clause 18.2(b), will leave the room in which the meeting is being conducted and the remaining attendees may discuss the nominations prior to voting;
- (d) a silent vote will be taken to decide the Position, with the candidates deemed to have voted for themselves, and an option given to leave the Position open;
- (e) the candidate who receives the most votes, provided the number of votes for the candidate is greater than the number of votes to leave the Position open, will be elected to the Position in question, except as provided for in clause 18.2(f);
- (f) where there is only one candidate standing for a Position, that person will be elected to the Position if at least two-thirds of National Council members voting vote in favour of that person.

18.3 The Executive

- (a) No Member shall hold more than one position on the Executive at the same time.
- (b) A majority vote of the Executive shall constitute a decision of the Executive.
- (c) Each year, the Executive shall prepare a report dealing with the activities of the Association in the preceding year, which will be presented at the Annual General Meeting.
- (d) The National Council may fill any casual vacancy occurring in the Executive from its members.
- (e) The Executive may direct the affairs of the Association where reference to the National Council is impractical, except in matters relating to the Constitution, finances unless otherwise stated in the Regulations, or dissolution of the Association.

18.4 IPSF Congress Representatives

In addition to appointing the Executive and Committee Chairs at any General Meeting, the National Council may appoint any Member(s) to be IPSF Congress participant(s), official delegate(s) and represent the Association at the next Annual Congress of the IPSF.

19. FINANCES

- (a) The following bank account(s) shall be opened in the name of the Association:
 - (i) General Account.
- (b) Subject to clause 19(f), all monies received by the Association shall be paid to the credit of the General Account and all payments made by the Association shall be made by cheque from the General Account.
- (c) All cheque accounts opened in respect of the Association must specifically require the signature of two people on all cheques drawn.
- (d) The Treasurer together with any other member of the Executive or the nominated National Council Member from the same Branch as the Treasurer will be authorised to operate any bank account of the Association in the absence of any express provision to the contrary in these Rules.
- (e) Any member of the Executive or a Committee Chair of the Association may endorse cheques for payment into a bank account of the Association.
- (f) The Executive may freely operate, in the interest of the Association, the General Account and any other accounts opened in the name of the Association in conjunction with an appropriate budget approved by National Council. The budget must be lodged with the Secretary and included in the agenda for the next General Meeting at least 7 (seven) days before that General Meeting and distributed to all members of the National Council as soon as possible and in any event prior to the General Meeting.
- (g) All subscription fees received in respect of Associate Membership or Individual Members shall be paid into the General Account provided that separate reference is made of the deposit.
- (h) Two (2) Trustees, who shall not be Student Members, shall be appointed by the National Council and will be authorised to administer any funds of the Association when required, should such a fund exist. The Trustees shall report on their administration

in writing each year to the National Council at the Annual General Meeting.

- (i) The Association shall keep proper accounts with respect to and showing:
 - (i) all sums of money received and expended by the Association and the matters in respect of which the receipts and expenditures take place.
 - (ii) the assets and liabilities of the Association.
- (j) The Treasurer shall prepare for audit and submission to the Annual General Meeting accounts covering the financial transactions of the Association for the year ending 31st May.

20. AUDITORS

- (a) Each year, the Treasurer shall appoint an auditor, who shall not be a Member, to audit the treasury and submit a report to be presented at the Annual General Meeting.
- (b) The auditor's report submitted in accordance with clause 20(a) must cover the period from the date of the audit report that was presented at the previous AGM, covering the period from the date of the previous audit report being 1st of June through to the year ending 31st May.

21. AMENDMENT OF THE RULES

- (a) These Rules may be amended by resolution at an Annual General Meeting or at a Special General Meeting convened for the purpose of amending the Rules.
- (b) A proposed resolution in writing shall be signed by the proposer and one other Member and forwarded to reach the Secretary at least 14 days prior to the General Meeting at which the proposal is to be discussed.
- (c) The Secretary shall forward a copy of the proposed resolution to each member of the National Council, so as to reach each Member at least 14 days prior to the General Meeting at which the resolution is to be discussed.
- (d) The Secretary shall forward a copy of the proposed resolution to the secretary of each Branch so as to reach each secretary at least

14 days prior to the General Meeting at which the resolution is to be discussed, and each secretary shall present a copy of the proposed resolution to each member of that Branch within 7 (seven) days of receiving such notice.

- (e) A resolution to amend these Rules must be passed as a Special Resolution to be effective.
- (f) Any amendment to the Rules is subject to ratification by the committees of no less than two-thirds of the Branches. Notice of such ratification or non-ratification must be given to the Secretary by the Branches no more than 28 days following the General Meeting at which the Rules have been amended. Ratification by two-thirds or more of Branches will confirm the amendment, and by less than two-thirds will revoke it.

22. AMENDMENT OF THE REGULATIONS

The National Council may amend, alter or replace the Regulations from time to time or prescribe any new Regulations.

23. ASSETS AND PROPERTY

- (a) The National Council may acquire, deal with and dispose of any property of the Association.
- (b) The assets and income of the Association shall be applied solely in the furtherance of the objectives of the Association and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

24. DISSOLUTION

- (a) The Association may be dissolved by a Special Resolution passed at a Special General Meeting convened solely for the purpose of dissolving the Association. The Special General Meeting must be conducted as a face-to-face meeting of members of the National Council and/or their proxies, at a place selected by the National Council.

- (b) A resolution passed in accordance with clause 24(a) will only be effective if it is ratified by three-quarters of the Branches within 14 days of the Special General Meeting at which the resolution was passed.
- (c) The Secretary must inform each Branch of National Council passing a resolution outlined in clause 24(a) as soon as possible, and in any event within 48 hours of the resolution being passed.
- (d) If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act, which has similar objectives and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of National Council.

25. REMOVAL OF MEMBERS OF THE COMMITTEES OF THE ASSOCIATION

- (a) Any member of the Executive or a Committee Chair or a member of a committee of the Association may be removed by a vote of two-thirds of National Council members represented at a Special General Meeting convened solely for the purpose of removing the Member from that Position.
- (b) The Member being considered for removal in accordance with clause 25(a) shall be given at least 7 (seven) days notice of the proposed resolution and Special General Meeting, as well as an opportunity to submit a written statement for tabling at the Special General Meeting.

26. CUSTODY AND INSPECTION OF RECORDS

- (a) Unless National Council decides otherwise by resolution at a General Meeting, the Secretary must have custody of all books, documents records and registers of the Association, subject to clause 26(b), and make any such records available for inspection by a member at any reasonable time.
- (b) Unless National Council decides otherwise by resolution at a General Meeting, the Treasurer must have custody of all securities, books and documents of a financial nature and

accounting records of the Association, and make any such records available for inspection by a member at any reasonable time.

27. COMMON SEAL

- (a) The Association must have a common seal on which its corporate name appears in legible characters.
- (b) The common seal of the Association must not be used without the express authority of the Executive.
- (c) The affixing of the common seal of the Association must be witnessed by any two of the President, the Vice-President, the Secretary and the Treasurer.
- (d) The common seal of the Association must be kept in the custody of the Secretary or of such other person as National Council from time to time decides.

28. ADHERANCE TO RULES AND REGULATIONS

All Branches shall, where relevant, adhere to these Rules and to the Regulations of the Association.