



Constitution of the  
**Canberra Blind Society  
Incorporated**

Certificate of Incorporation Registered No A599

This Constitution was adopted at a General Meeting (GM) of the Society held on 9/8/2004 and was amended at:  
the AGM held on 18/11/2004;  
the GM held on 10/11/2005;  
the GM held on 12 June 2008; and  
the GM held on 20 May 2019  
the GM held on 30 July 2020  
the GM held on 29 October 2020  
the GM held on 22 July 2021

# Canberra Blind Society Inc

## **Mission**

To maximise the personal resources and ability of people in the ACT and local region whose lives are affected by blindness or low vision, by responding to their needs through care, communication and support.

## **Objects**

The term blind as used in the objects includes people who are blind or who have low vision.

### ***The objects of the Society are:***

to provide or assist in the provision of facilities and services, primarily information, assessment, peer support and referral, for people who are blind;

to establish and maintain a service of transcription into braille and braille tuition for the benefit, without discrimination, of all persons who are blind;

to facilitate the participation of people who are blind in the operation and management of the Society;

to seek to ensure that lending library facilities providing braille, printed, electronic and recorded material or copies thereof are available for use by people who are blind;

to disseminate relevant information, in a format of their choice, to people who are blind regarding disabilities;

to seek co-operation in the work of the Society from any foundation, organisation or government body;

to collaborate with other organisations with the same or similar objects; and

to support national and international co-ordination and development of all activities that reflect the expressed needs of people who are blind.

## SCHEDULE

Regulation 15

# RULES of the CANBERRA BLIND SOCIETY INCORPORATED

## TABLE OF PROVISIONS

Clause

### PART I—PRELIMINARY

1. Interpretation

### PART II—MEMBERSHIP

2. Membership qualifications  
 3. Nomination for membership  
 4. Membership entitlements not transferable  
 5. Cessation of membership  
 6. Resignation of membership  
 7. Fee, subscriptions etc.  
 8. Members' liabilities  
 9. Disciplining of members  
 10. Right of appeal of disciplined member

### PART III—THE BOARD

11. Powers of the board  
 12. Constitution and membership  
 13. Election of board members  
 14. Secretary  
 15. Treasurer  
 16. Vacancies  
 17. Removal of board members  
 18. Board meetings and quorum  
 19. Delegation by board to committee  
 20. Voting and decisions

### PART IV—GENERAL MEETINGS

21. Annual general meetings—holding of  
 22. Annual general meetings—calling of and business at  
 23. General meetings—calling of  
 24. Notice  
 25. General meetings—procedure and quorum  
 26. Presiding member  
 27. Adjournment  
 28. Making of decisions  
 29. Voting  
 30. Appointment of proxies

### PART V—MISCELLANEOUS

31. Funds—source  
 32. Funds—management  
 33. Alteration of objects and rules  
 34. Common seal  
 35. Custody of books

- 36. Inspection of books
- 37. Service of notices
- 38. Surplus property
- 39. Public Officer
- 40. Society spokesperson

APPENDIX 1 APPLICATION FOR MEMBERSHIP OF SOCIETY

APPENDIX 2 FORM OF APPOINTMENT OF PROXY

APPENDIX 3 EXTRACTS FROM ASSOCIATIONS INCORPORATIONS ACT  
1991

## **PART I—PRELIMINARY**

### **1. Interpretation**

(1) In these rules, unless a contrary intention appears—

“blind” means a person who is legally blind;

“vision impaired” means a person with visual acuity of less than 6/18 (0,3) but equal to or better than 6/60 (0.05) in the better eye with the best possible correction and/or a visual field of less than 20 degrees;

“financial year” means the year ending on 30 June;

“member” means a member, however described, of the Society;

“ordinary board member” means a member of the board who is not an office-bearer of the Society as referred to in paragraph 12 (1) (a);

“secretary” means the person holding office under these rules as secretary of the Society or, where no such person holds that office, the public officer of the Society;

“the Act” means the *Associations Incorporation Act 1991*;

“the Regulations” means the Associations Incorporation Regulations;

“writing” means a communication in a format of that person’s choice, including a communication by electronic means, as recorded on the membership database

(2) In these rules—

(a) the incorporated association is the Canberra Blind Society and is referred to as the Society;

(b) a reference to a function includes a reference to a power, authority and duty; and

(c) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

(3) The provisions of the *Interpretation Act 1967* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

## **PART II—MEMBERSHIP**

### **2. Membership qualifications**

(1) A person is qualified to be a member if—

(a) the person is a person referred to in section 21 (2) (a) or (b) of the Act (See Appendix 3) and has not ceased to be a member of the Society at any time after incorporation of the Society under the Act; or

(b) the person has submitted an application for membership in accordance with Appendix 1 sub rule 3 (1).

### **3. Application for membership**

(1) An application by a person for membership of The Society shall —

(a) apply in writing or online in the form set out in Appendix 1 sub rule 3 (1) to these rules; and

(b) be lodged with The Secretary of The Society together with the sum payable under these rules by a member as the membership subscription.

(2) Upon receiving the persons application accompanied by the membership subscription, The Secretary or an authorised person shall enter the applicants name in The Register of Members and upon the name so entered, the applicant shall become a member of The Society.

(3) Applications for membership of the Society shall close 14 days prior to an annual general meeting and shall re-open on the day following an annual general meeting.

#### **4. Membership entitlements not transferable**

(1) A right, privilege or obligation which a person has by reason of being a member of the Society—

(a) is not capable of being transferred or transmitted to another person; and

(b) terminates upon cessation of the person's membership.

#### **5. Cessation of membership**

(1) A person ceases to be a member of the Society if the person—

(a) dies; or

(b) resigns from membership of the Society; or

(c) is expelled from the Society.

#### **6. Resignation of membership**

(1) A member is not entitled to resign from membership of the Society except in accordance with this rule.

(2) A member who has paid all amounts payable by the member to the Society may resign from membership of the Society by first giving notice (being not less than 1 month or, if the board has determined a shorter period, that shorter period) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

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

#### **7. Fee, subscriptions etc.**

(1) The membership subscription to the Society is an amount as determined by resolution of the board.

#### **8. Members' liabilities**

(1) The liability of a member to contribute towards the payment of the debts and liabilities of the Society or the costs, charges and expenses of the winding up of the Society is limited to the amount, if any, unpaid by the member in respect of membership of the Society as required by rule 7.

#### **9. Disciplining of members**

(1) Where the board is of the opinion that a member—

(a) has persistently refused or neglected to comply with a provision of these rules; or

(b) has persistently and wilfully acted in a manner prejudicial to the interests of the Society,

the board may, by resolution—

(c) expel the member from the Society; or

(d) suspend the member from such rights and privileges of membership of the Society as the board may determine for a specified period.

(2) A resolution of the board under subrule (1) is of no effect unless the board, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subrule (3), confirms the resolution in accordance with this rule.

(3) Where the board passes a resolution under subrule (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member—

(a) setting out the resolution of the board and the grounds on which it is based;

(b) stating that the member may address the board at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;

(c) stating the date, place and time of that meeting; and

(d) informing the member that the member may do either or both of the following:

(i) attend and speak at that meeting;

(ii) submit to the board at or prior to the date of that meeting written representations relating to the resolution.

(4) Subject to section 50 of the Act (see Appendix 3), at a meeting of the board mentioned in subrule (2), the board shall—

(a) give to the member mentioned in subrule (1) an opportunity to make oral representations;

(b) give due consideration to any representations submitted to the board by that member at or prior to the meeting in writing; and

(c) by resolution determine whether to confirm or to revoke the resolution of the board made under subrule (1).

(5) Where the board confirms a resolution under subrule (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of that confirmation and of the member's right of appeal under rule 10.

(6) A resolution confirmed by the board under subrule (4) does not take effect—

(a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or

(b) where within that period the member exercises the right of appeal, unless and until the Society confirms the resolution in accordance with subrule 10 (4).

#### 10. **Right of appeal of disciplined member**

(1) A member may appeal to the Society in general meeting against a resolution of the board which is confirmed under subrule 9 (4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

(2) Upon receipt of a notice under subrule (1), the secretary shall notify the board which shall convene a general meeting of the Society to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.

(3) Subject to section 50 of the Act, at a general meeting of the Society convened under subrule (2)—

- (a) no business other than the question of the appeal shall be transacted;
- (b) the board and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
- (c) the members present shall vote by secret ballot on the question of whether the resolution made under subrule 9 (4) should be confirmed or revoked.

(4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under subrule 9 (4), that resolution is confirmed.

### **PART III—THE BOARD**

#### **11. Powers of the board**

(1) The board, subject to the Act, the Regulations, these rules, and to any resolution passed by the Society in general meeting—

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

#### **12. Constitution and membership**

(1) A minimum of 50 percent of board members shall be adults, or parents/guardians of children, who are blind, vision impaired or deafblind.

(2) The board shall consist of—

- (a) the office-bearers of the Society who shall be known as the Executive; and
- (b) five ordinary board members;
  - each of whom shall be elected pursuant to rule 13 or appointed in accordance with subrule (5); and

(c) (d) the immediate past president, for a period of six months from the date of the annual general meeting.

(3) The office-bearers of the Society shall be—

- (a) the president;
- (b) the vice-president;
- (c) the treasurer; and
- (d) the secretary.

(4) Each member of the board shall, subject to these rules, hold office until the conclusion of the second annual general meeting following the date of the member's election or nomination, but is eligible for re-election or re-nomination.



(5) In the event of a vacancy in the membership of the board, being for an office bearer or ordinary board member, the board may appoint a member of the Society to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

(6) Where the person is elected at that annual general meeting, that person shall hold office until the expiry of the period for which the previous holder was elected.

### 13. **Election of board members**

(1) Nominations of candidates for election as office-bearers of the Society or as ordinary board members—

(a) shall be made in writing or online, signed by two members of the Society and accompanied by the written consent of the candidate (which may be endorsed on the nomination form);

(b) shall be accompanied by a written CV of no more than half a page including any qualifications or competencies the applicant will contribute to the board: and

(c) shall be delivered to the secretary of the Society not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

(2) If insufficient nominations are received to fill all vacancies on the board, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the board shall be deemed to be vacancies.

(4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken to be elected.

(5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

(6) The ballot for the election of office-bearers and ordinary board members shall be conducted at the annual general meeting in such manner as the board may direct.

(7) All board members are to read and sign a copy of the CBS Governance Charter as amended by the board from time to time and be the holder of a general working with Vulnerable peoples card and comply with any other legal requirements that arise from time to time before assuming their board duties.

### 14. **Secretary**

(1) The secretary of the Society shall, as soon as practicable after being appointed as secretary, notify the Society of his or her address.

(2) The secretary shall keep minutes of—

(a) all elections and appointments of office-bearers and ordinary board members;

(b) the names of members of the board present at a board meeting or a general meeting; and

(c) all proceedings at board meetings and general meetings.

(3) Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

**15. Treasurer**

(1) The treasurer of the Society or the treasurer's designated representative shall—

(a) collect and receive all moneys due to the Society and make all payments authorised by the Society; and

(b) keep correct accounts and books showing the financial affairs of the Society with full details of all receipts and expenditure connected with the activities of the Society.

## 16. **Vacancies**

(1) For the purposes of these rules, a vacancy in the office of a member of the board occurs if the member—

- (a) dies;
  - (b) ceases to be a member of the Society;
  - (c) resigns the office;
  - (d) is removed from office pursuant to rule 17;
  - (e) becomes an insolvent under administration within the meaning of the Corporations Law;
  - (f) suffers from mental or physical incapacity;
  - (g) is disqualified from office under subsection 63 (1) of the Act (see Appendix 3.);
  - (h) is absent without the consent of the board from three consecutive meetings of the board: or
- (i) is prohibited from attending three consecutive meetings after election or appointment to the board for refusing to sign the CBS Governance Charter or undergo a police check.

## 17. **Removal of board members**

(1) The Society in general meeting may by resolution, subject to section 50 of the Act, remove any member of the board from the office of member of the board before the expiration of the member's term of office.

## 18. **Board meetings and quorum**

- (1) The board shall meet at least 6 times in each calendar year at such place and time including a location online as the board may determine.
- (2) Additional meetings of the board may be convened by any two members of the board.
- (3) Oral or written notice of a meeting of the board shall be given by the secretary to each member of the board at least 48 hours (or such other period as may be unanimously agreed upon by the members of the board) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subrule (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the board members present at the meeting unanimously agree to treat as urgent business.
- (5) The president or, in the absence of the president, the vice president or, in the absence of both, a board member nominated by the president and four members of the board, including at least one office bearer, constitute a quorum for the transaction of the business of a meeting of the board.
- (6) No business shall be transacted by the board unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place, where possible, and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.

(8) At meetings of the board—

(a) the president or in the absence of the president, a vice-president or in the absence of both a board member, nominated by the president, shall preside.

(b) if the president and vice-president are absent and another board member has not been nominated to preside, a quorum is not present.

#### 19. **Delegation by board to committee**

(1) The board may, by instrument in writing, delegate to one or more committees (consisting of a board member and such member or members of the Society as the board thinks fit, including special interest groups) the exercise of such of the functions of the board as are specified in the instrument, other than—

(a) this power of delegation; and

(b) a function which is a function imposed on the board by the Act, by any other law of the Territory, or by resolution of the Society in general meeting.

(2) A function, the exercise of which has been delegated to a committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the committee in accordance with the terms of the delegation.

(3) A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

(4) Notwithstanding any delegation under this rule, the board may continue to exercise any delegated function.

(5) Any act or thing done or suffered by a committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the board.

(6) The board may at any time, by instrument in writing, revoke wholly or in part any delegation under this rule.

(7) A committee may meet and adjourn, as it thinks proper.

(8) A committee exercising a delegation from the board is to maintain written records of its deliberations in a form acceptable to the board.

(9) A representative of the committee, nominated by the board, is to report to the board in a manner and at times required by the board.

#### 20. **Voting and decisions**

(1) Questions arising at a meeting of the board or of any committee appointed by the board shall be determined by a majority of the votes of members of the board or committee present at the meeting.

(2) Each member present at a meeting of the board or of any committee appointed by the board (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(3) Subject to subrule 18 (5), the board may act notwithstanding any vacancy on the board.

(4) Any act or thing done or suffered, or purporting to have been done or suffered, by the board or by a committee appointed by the board, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the board or committee.

## **PART IV—GENERAL MEETINGS**

### **21. Annual general meetings—holding of**

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

### **22. Annual general meetings—calling of and business at**

- (1) The annual general meeting of the Society shall, subject to the Act, be convened on such date and at such place including a place online and time as the board thinks fit.
- (2) In addition to any other business, which may be transacted at an annual general meeting, the business of an annual general meeting shall be—
  - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
  - (b) to receive from the board reports on the activities of the Society during the last preceding financial year;
  - (c) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73 (1) of the Act (see Appendix 3);
  - (d) to elect members of the board, including office-bearers; and
  - (e) to appoint the Auditor and Patron(s).
- (3) An annual general meeting shall be specified as such in the notice convening it in accordance with rule 24.
- (4) An annual general meeting shall be conducted in accordance with the provisions of this Part.

### **23. General meetings—calling of**

- (1) The board may, whenever it thinks fit, convene a general meeting of the Society.
- (2) The board shall, on the requisition in writing of not less than 10 members, convene a general meeting of the Society.
- (3) A requisition of members for a general meeting—
  - (a) shall state the purpose or purposes of the meeting;
  - (b) shall be signed by the members making the requisition;
  - (c) shall be lodged with the secretary; and

(d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.

(4) If the board fails to convene a general meeting within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a general meeting to be held not later than 3 months after that date.

(5) A general meeting convened by a member or members referred to in subrule (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the board.

#### **24. Notice**

(1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Society, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, send a notice to each member in writing, specifying the place, date, time and place at a location online of the meeting and the nature of the business proposed to be transacted at the meeting.

(2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Society, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in subrule (1) specifying, in addition to the matter required under that subrule, the intention to propose the resolution as a special resolution.

(3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to subrule 22 (2).

(4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

#### **25. General meetings—procedure and quorum**

(1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.

(2) six members present in person or online (being members entitled under these rules to vote at a general meeting), of whom four must be elected board members constitute a quorum for the transaction of the business of a general meeting.

(3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 4) shall constitute a quorum.

#### **26. Presiding member**

(1) The president, or in the absence of the president, the vice-president, shall preside at each general meeting of the Society except as provided for in rule 25 (4).

## 27. **Adjournment**

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

(2) Where a general meeting is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the Society stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in subrules (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

## 28. **Making of decisions**

(1) A question arising at a general meeting of the Society shall be determined by a show of hands by those physically present as well as on the voices by individuals attending the meeting online and, unless before or on the declaration of the show of hands and or on the voices a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands or on the voices, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Society, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(2) At a general meeting of the Society, a poll may be demanded by the person presiding or by not less than 3 members present in person or online or by proxy at the meeting.

(3) Where the poll is demanded at a general meeting, the poll shall be taken—

(a) immediately in the case of a poll which relates to the election of the person to preside at the meeting (in the case of an adjourned meeting) or to the question of an adjournment; or

(b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

## 29. **Voting**

(1) Subject to subrule (3), upon any question arising at a general meeting of the Society a member has one vote only.

(2) All votes shall be given personally or by proxy but no member may hold more than five proxies.

(3) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.

(4) A member or proxy is not entitled to vote at any general meeting of the Society unless all money due and payable by the member or proxy to the Society has been paid.

## 30. **Appointment of proxies**

(1) Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than 48 hours before the time of the meeting in respect of which the proxy is appointed.



(2) The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.

## **PART V—MISCELLANEOUS**

### **31. Funds—source**

(1) The funds of the Society shall be derived from membership subscriptions, donations and, subject to any resolution passed by the Society in general meeting and subject to section 114 of the Act, such other sources as the board determines.

(2) All money received by the Society shall be deposited as soon as practicable and without deduction to the credit of the Society's bank account.

(3) The Society shall, as soon as practicable after receiving any money, issue an appropriate receipt.

(4) In accordance with subrule (1), the board may form an Auxiliary or any other fundraising body within the Society. Any such body must comply with the rules of the Society.

(5) An Auxiliary shall appoint a Chairperson and board to manage its affairs. Having regard for subrule (2), an Auxiliary may retain only such funds as are necessary for its autonomous operation.

### **32. Funds—management**

(1) Subject to any resolution passed by the Society in general meeting, the funds of the Society shall be used in pursuance of the objects of the Society in such manner as the board determines.

(2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the board or employees of the Society, being members of the board or employees authorised to do so by the board.

### **33. Alteration of objects and rules**

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

### **34. Common seal**

(1) The common seal of the Society shall be kept at the Society's registered office or in the custody of the secretary, as the Board so decides.

(2) The common seal shall not be affixed to any instrument except by the authority of the board and the signatures of two office-bearers of the Society shall attest the affixing of the common seal.

### **35. Custody of books**

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

### **36. Inspection of books**

(1) Subject to law related to privacy, the records, books and other documents of the Society shall be open to inspection at a place in the Territory, free of charge, by a member of the Society at any reasonable hour.

### 37. **Service of notice**

- (1) For the purpose of these rules, a notice may be served by or on behalf of the Society upon any member either personally or by sending it in writing to the member.
- (2) Where a document is sent to a person by properly addressing and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.
- (3) It is noted that any notice or document sent to a person who is blind must be sent in a format of that person's choice.

### 38. **Surplus property**

- (1) Any decision to wind up the Society shall be taken at a special general meeting called by the board expressly for this purpose.
- (2) If the meeting decides to wind up the Society, the meeting will by special resolution nominate another association (whether or not the other association is incorporated) in which to vest any surplus property. The nominated association must—
  - (a) have objects substantially the same as the objects of the Society;
  - (b) not be carried on for the object of trading or securing pecuniary gain for its members;
  - (c) have a provision in its rules requiring any surplus property of the association to be passed, on the dissolution or winding up of the association, to another association that—
    - (i) has objects substantially the same as the Society; and
    - (ii) is not carried on for the object of trading or securing pecuniary gain for its members.
- (3) Two members of the board shall lodge with the Registrar a notice in writing certifying that the special resolution was duly passed.
- (4) Surplus property means any property or interest in property of the Society that remains after satisfaction of any debts or liabilities of the Society and any costs or expenses incurred in the winding up of the Society.

### 39. **Public Officer**

- (1) The board of the Society shall appoint a public officer of the Society who is at least 18 years of age and who resides in the Territory.
- (2) The public officer may hold any office of the Society in addition to the office of public officer.
- (3) A person who is appointed to be the public officer shall, not later than one month after being appointed, lodge with the Registrar a notice of the appointment in the approved form.
- (4) If the public officer changes his/her address, he/she shall, within one month of the change, lodge with the Registrar a notice of the change in the approved form.
- (5) The Society may, by resolution, remove the public officer from office.
- (6) The office of public officer shall be taken to be vacant if the public officer—
  - (a) is removed from office pursuant to subrule (5);

- (b) resigns from office;
  - (c) dies;
  - (d) becomes an insolvent under administration within the meaning of the Corporations Law;
  - (e) suffers from mental or physical incapacity;
  - (f) was convicted or released from imprisonment in respect of an offence referred to in subsection 63 (1) of the Act within the period of 5 years immediately preceding his or her appointment as public officer, or is convicted of such an offence after taking office; or
  - (g) ceases to reside in the Territory.
- (7) Where a vacancy occurs in the office of public officer, the board shall, within 14 days after the vacancy occurred, appoint a person to fill the vacancy.
- (8) If the board without reasonable cause does not comply with subrule (7) each member of the board is guilty of an offence punishable, on conviction, by a fine not exceeding \$200.
- (9) The public officer shall perform such duties as the board from time to time determines and he/she shall perform all duties imposed on him/her by the Associations Incorporation Regulations.

#### 40. **Society spokesperson**

- (1) An office-bearer of the Society may act as spokesperson for the Society on matters directly related to their specified duties at their discretion.
- (2) Other than in subrule (1) no member shall act as spokesperson for the Society except where authorised by the board to do so and then only in respect of the extent of the authorisation given.



# Canberra Blind Society Incorporated

(incorporated under the Associations Incorporation Act 1991)

I, .....  
(full name of applicant)

of.....

State ..... Post Code ..... Phone: (H) ..... (W) .....

Mobile: ..... email: .....

hereby apply to become a member of the above named incorporated association. I agree to be bound by the rules of the Society for the time being in force.

Please complete the following to enable the Society to communicate with you:

Electronic  \_\_\_\_\_

Large Print

Audio

**Membership fee \$20 Received**

.....  
(Signature of applicant)

Date .....

Welcome Letter Sent \_\_\_\_\_

Date

Entered on Data Base \_\_\_\_\_

Date

APPENDIX 2

Subrule 30 (2)

**FORM OF APPOINTMENT OF PROXY**

I, .....  
(full name)

of ..... State ..... Post Code .....  
(address)

Phone: (H) ..... (W) ..... Fax: ..... E mail: .....

being a member of **Canberra Blind Society Inc.**

hereby appoint .....  
(full name of proxy)

of ..... State ..... Post Code .....  
(address)

being a member of that incorporated Society, as my proxy to vote for me on my behalf at the general meeting of the Society (annual general meeting or other general meeting, as the case may be) to be held on the:

.....day of ..... 20..... and at any adjournment of that meeting.

\*My proxy is authorised to vote in favour of/against (*delete as appropriate*) the resolution (*insert details*).

.....  
.....  
.....  
.....  
.....  
.....  
.....

(\*To be inserted if desired.)

.....  
(Signature of member appointing proxy)  
)

Date .....

NOTE: A proxy vote may not be given to a person who is not a member of the Society.

**APPENDIX 3    EXTRACTS FROM THE ASSOCIATIONS INCORPORATION ACT 1991****2. Membership qualifications**

Rule 2 (1) (a). *Words in italics have been added to avoid copying large quantities of the Act.*

**Act Section 21.**

21. (1) An incorporated association shall, subject to this Act and the rules of the association, be taken to be constituted, under the name specified in the certificate of incorporation issued in respect of the association, by the persons who are its members from time to time.

(2) For the purposes of subsection (1), persons who were, immediately before the date on which an association was incorporated --

- (a) in the case of an association in respect of which the certificate was issued pursuant to Section 19 --(*CBS at the time of incorporation*) members of the association, or members of the group proposing to form the association, as the case requires; or
- (b) in the case of an association incorporated pursuant to section 27 - (*amalgamating associations*) the members of the associations that amalgamated pursuant to that section:

shall be taken to have been members of the association at the time the association was incorporated.

**9. Disciplining of Members**

Rule 9 (4).

**Act Section 50.**

50. Where an incorporated association exercises any power that it has to adjudicate upon a dispute between its members, or between itself and a member or members, in relation to the rights conferred upon the members by the rules of the association, any decision made by the association shall not be taken to be valid unless, in any proceedings in relation to the dispute, the rules of natural justice have been complied with.

**16. Vacancies (on committee)**

Rule 16 (1) (g)

**Act Section 63. (1)**

63. (1) A person who has been convicted, whether in or outside the Territory, of—

- (a) an indictable offence in relation to the promotion, formation or management of a body corporate; or
- (b) an offence involving fraud or dishonesty punishable by imprisonment for a period of 3 months or more;

shall not, within the period of 5 years after the person was convicted or released from imprisonment in respect of the offence, whichever is later, without leave of the Supreme Court, accept an appointment or act as the public officer or a member of the committee of an incorporated association.

Penalty: \$5,000 or imprisonment for 6 months or both.

**21. Annual general meetings—holding of**

Rule 21 (3)

**Act Section 120.**

120. (1) The Registrar may, on the written application of an incorporated association, an officer of an incorporated association or a person authorised for the purposes of this section by an association or a group of persons proposing to form an association, extend a period of time prescribed by this Act or the regulations, whether or not the application is made before the period has expired.

(2) The Registrar may make the extension of a period pursuant to subsection (1) subject to any condition the Registrar thinks fit and may, by written notice to the association, vary or revoke the extension.

**22. Annual general meetings—calling of and business at**

Rule 22 (2) (c)

**Act Section 73. (1)**

73. (1) At each annual general meeting of an incorporated association the following documents shall be presented by the Committee for the consideration of the meeting:

- (a) the audited statement of the association's accounts in respect of the most recently ended financial year of the association;
- (b) a copy of the auditor's report to the association in relation to the association's accounts for that financial year;
- (c) a report signed by 2 members of the committee stating—
  - (i) the name of each member of the committee of the association during the most recently ended financial year of the association and, if different, at the date of the report;

- (ii) the principal activities of the association during the most recently ended financial year and any significant change in the nature of those activities that occurred during that financial year; and
- (iii) the net profit or loss of the association for the most recently ended financial year.

### 31. Funds—source

Rule 31 (1)

#### Act Section 114

114. (1) An incorporated association shall not, without the written approval of the Registrar, invite a person other than a member or an applicant for membership of the association to invest money with the association nor receive money from such a person for investment with the association.

Penalty: \$5,000.

(2) If an incorporated association receives money from a person in contravention of subsection (1) —

(a) the transaction shall be taken to be void; and

(b) the money, any interest on the money paid or payable to the association, and any profit derived from use of the money by the association, is recoverable by the person from the association as a debt due to the person.

(3) An incorporated association may, subject to the rules, invite a member or applicant membership of the association to deposit money with or lend money to the association, and may receive money from a member or applicant for membership.

(4) The Registrar may grant an incorporated association approval to invite a person referred to in subsection (1) to invest money with the association and approval to receive money from such a person for investment, and may make the grant subject to such conditions as the Registrar thinks fit.

(5) An association that does not comply with a condition specified in a grant of approval given to the association pursuant to subsection (4) is guilty of an offence punishable, on conviction, by a fine not exceeding \$5,000.

### 33. Alteration of objects and rules

Rule 33 (1)

#### Act Section 29.

29. The objects of an incorporated association are the objects appearing in the statement of the association's objects lodged with the Registrar pursuant to subparagraph 18 (1) (b) (i) (*to accompany an application for incorporation*) or 26 (2) (b) (i) (*to accompany an application for amalgamation*), as the case requires, being the objects altered from time to time in accordance with section 30.

30. (1) An incorporated association may, by special resolution, alter its objects.

(2) An incorporated association shall, not later than 1 month after a special resolution to alter the objects of the association has been passed by the association, lodge with the Registrar a notice in the approved form setting out the particulars of the alteration.

Penalty: \$200.

(3) A resolution to alter the objects of an incorporated association is of no effect until the notice has been lodged.