



Rules of Association under the Associations Incorporation Reform Act 2012 (the Act) and associated Regulations

1. Name	The name of the Association is Melbourne University and Alumni Bushwalkers Inc.
2. Purposes	The Association shall foster, organise and conduct bushwalking and associated activities including reconnaissance of proposed walks, and shall affiliate or liaise with other such bodies of like interests, as it may deem appropriate
3. Membership	<p>Full membership of the Association shall be open to current or past members of staff or alumni of the University of Melbourne and their spouses or partners and to such other persons whose academic or professional background is approved by the Committee and shall be effective on the payment of the annual fee. Any person participating in a walk who is not a full member shall be classified as a temporary member.</p> <p>In order to become a member, a person shall make a written application to the Secretary of the Association stating that the person—</p> <ul style="list-style-type: none"> (a) wishes to become a member of the Association; and (b) supports the purposes of the Association; and (c) agrees to comply with these Rules, <p>and shall sign the application.</p> <p>The Committee shall consider the application as soon as practicable thereafter and will inform the applicant in writing as soon as practicable after the decision is made. No reason need be given for the rejection of an application.</p>
4. Annual subscription and fee on joining	<p>The financial year of the Association is each period of 12 months ending on December 31.</p> <p>The annual membership fee for the following financial year commencing on 1st January and the due date for payment shall be determined by members at the Annual General Meeting. Any new member who joins after the start of a financial year must pay on joining a subscription fee equal to the full annual subscription, or if more than 6 months of the financial year has elapsed must pay half the annual subscription.</p> <p>The rights of a member (including the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid.</p> <p>Life Membership is proposed at the discretion of the Committee, and provides the awardee with full membership rights for life, without payment of the annual membership fee.</p>
5. Rights, obligations and liabilities of members	<p>A member is entitled to vote if</p> <ul style="list-style-type: none"> a) more than 10 business days have passed since he or she became a member, and b) the member’s membership rights are not suspended for any reason. <p>A member of the Association who is entitled to vote has the</p>



	<p>right –</p> <p>(a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these rules,</p> <p>(b) to submit items of business for consideration at a general meeting,</p> <p>(c) to attend and be heard at general meetings,</p> <p>(d) to nominate Committee members,</p> <p>(e) to vote at a general meeting,</p> <p>(f) to have access to the minutes of general meetings and other documents as provided for in these rules.</p>
6. Cessation of membership and Register of Members	<p>The membership of a person ceases on resignation, or death. This date will be recorded as soon as practicable in the Register of Members maintained by the Secretary or delegate.</p> <p>A member may resign by giving notice in writing to the Association via post or by handing it to a Committee member, or by email to the secretary. A member is also taken to have resigned if the subscription is more than 12 months in arrears. The Secretary will maintain a register of current members that includes the name, the address, the contact details for notice last provided by the member, the date of becoming a member, whether the member is currently suspended for any reason and for each former member their name and date of cessation of membership only.</p>
7. Disciplinary procedures	<p>The Association does not intend to take disciplinary action against members.</p>
8. Grievance procedures	<p>The grievance procedure set out hereunder applies to disputes under these Rules between-</p> <p>(a) a member and another member</p> <p>(b) a member and the Committee</p> <p>(c) a member and the Association</p> <p>The parties to a dispute must attempt to resolve the dispute between themselves in a timely manner after the dispute has come to the attention of each party. If they are unable to achieve a resolution, they must inform the Committee of the dispute, agree to or request the appointment of an unbiased mediator and attempt in good faith to settle the dispute by mediation. If the mediation process fails, the parties may seek resolution of the dispute in accordance with the Act or at law.</p>
9. Committee appointment and terms of office	<p>The business of the Association shall be administered by an elected Committee comprising President, one or two Vice President(s), Secretary and Treasurer and such other office bearers as the Committee shall from time to time determine, together with two other members of the Association. The Committee members shall serve for one year from the date of the annual general meeting and until the next annual general meeting but shall be eligible to stand for re-election at the next annual general meeting.</p>



<p>10. Vacancy on Committee</p>	<p>A member of the Committee shall vacate office in the circumstances provided in the rules of the association, and if the member resigns by written notice to the Committee, is removed from office by a special resolution or dies. If a casual vacancy occurs within the Committee, the Committee may appoint a member to fill the office until the term for that position ends.</p>
<p>11. Committee meetings</p>	<p>The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these rules. In particular, the Secretary will perform or delegate any duty or function required under the Act to be performed by the Secretary of an incorporated association, and will notify the Registrar within 14 days of his or her appointment as Secretary.</p> <p>Activities of the Committee where appropriate will be discharged through informal means, including using telephone and email communication as appropriate.</p> <p>The Committee shall meet formally at such times as are deemed necessary by the President or upon the request of a member of the Committee. The quorum for a Committee meeting shall be three elected members.</p> <p>Committee members will be given a minimum of seven days notice before the meeting. However in cases of urgency, a meeting can be held without such notice provided as much notice as is practicable is given to each Committee member available.</p> <p>Committee meetings will be chaired by the President, or in his or her absence by a Vice-President, or in their absence by a Committee member elected by the other Committee members present.</p> <p>The procedure to be followed at a meeting of the Committee will be determined from time to time by the Committee. The Chair will determine the order of business.</p> <p>Decisions will be arrived at by unanimous agreement where possible, or otherwise by vote. If votes are divided equally, the Chair has a second, or casting, vote.</p> <p>If a Committee member has a conflict of interest regarding a matter under consideration, it must be declared, and on request the member shall absent themselves from the discussion and any vote on that matter.</p> <p>A Committee member who is not physically present at a Committee meeting may participate in the meeting, at the sole discretion of the Chair, by the use of technology that allows for clear and simultaneous communication with the members present at the meeting. If participating through this mechanism, the member is taken to have been present at the meeting, and can vote as if voting in person.</p>



<p>12. Custody of records and documents</p>	<p>The Secretary must maintain the register of members as provided in these Rules, and except for financial records will keep custody of all books, documents and securities of the Association.</p> <p>The Treasurer must ensure that the financial records of the Association are properly kept, coordinate the preparation of the financial statements of the Association and obtain the Committee’s certification of the financial statements prior to their submission to the annual general meeting. The Treasurer shall ensure that at least one other Committee member has access to the accounts and financial records of the Association. Financial and related documents as prescribed in the Act will be held for seven years.</p>
<p>13. Access to documents</p>	<p>(1) Members may on request, at a reasonable time and free of charge, inspect</p> <ul style="list-style-type: none"> (a) the register of members, (b) the minutes of general meetings, including annual general meetings, (c) subject to sub-rule (2), the financial records, books, securities and any other document of the Association. <p>(2) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.</p> <p>(3) The Committee shall on written request make copies of these Rules available to members and approved applicants for membership free of charge in a reasonable time if they make a request to the Association in writing.</p> <p>(4) Subject to sub-rule (2), but not including the membership records, a member may make a copy of any of the other records of the Association referred to in this Rule, and the Association may charge a reasonable fee for the provision of a copy of such record.</p> <p>(5) The membership records may be viewed but not copied.</p>
<p>14. Preparation and retention of minutes</p>	<p>(1) The Secretary shall ensure that minutes are taken and kept of each general meeting, recording the business considered at the meeting, any resolution on which a vote is taken, and the result of that vote.</p> <p>In addition, the minutes of each annual general meeting shall record the number of voting members attending the meeting, the outcome of the appointment process of Committee members, the financial statements submitted to the members in accordance with the Act, the certificate signed by two Committee members certifying that the financial statements give a true and fair view of financial position and performance, and any auditor’s or reviewer’s report accompanying the financial statements.</p> <p>(2) The Committee must ensure that minutes are taken and</p>



	kept of any Committee meeting, recording the names of the Committee members present, the business considered, any declaration of conflict of interest and any resolution as an outcome of the meeting.
15. Access to minutes of general meetings and financial statements, and Committee meetings	<p>(1) As per Rule 13, members may have access to, and be able to obtain copies of minutes of general meetings, including financial statements that will be submitted to the Association's annual general meeting.</p> <p>(2) Access of members to the minutes of meetings of the Committee is at the sole discretion of the President. No reason for any denial of access need be provided.</p>
16. Number of general meetings, and how these are called.	<p>(1) The Association must have a minimum of one general meeting per year, being the annual general meeting.</p> <p>(2) The Committee may convene a further general meeting whenever it thinks fit.</p> <p>(3) A Special General Meeting may be called at request of members. The request must be in writing, must state the business to be considered and any resolution to be proposed, include the names and signatures of a minimum of 10 members requesting the meeting, and be given to the Secretary. The Committee will convene the meeting within one month of receiving the request.</p>
17. Notice for general meetings	<p>Members will be given at least 21 days notice of a general meeting if a special resolution is to be proposed, or otherwise at least 14 days notice.</p> <p>The notice will specify the date, time and place of the meeting, the general nature of each item of business to be considered, and will note if a motion is to be proposed as a special resolution and state in full the proposed special resolution.</p> <p>The notice will be given by email using the most recent email address provided to the Association by the member. If no email address has been provided, notice will be sent to the most recent postal address held on the register of members.</p>
18. Procedures for general meetings	<p>The meeting will be chaired by the President, or in his or her absence by a Vice-President or if they are absent or unable to preside, the Chairperson will be a member elected by the other members present.</p> <p>Decisions at a general meeting will be by simple majority of members present at the meeting, by show of hands, or at the discretion of the chair by secret ballot. If voting is even, the Chair will have a second, casting, vote.</p> <p>A motion proposing an alteration to the rules of an incorporated association, removal of a Committee member from office, and any other matters as required by the Act, must be passed by a special resolution.</p> <p>If a special resolution has been proposed, the special resolution will be passed if it is supported by at least 75% of the members present. If voting is even, the Chair will have a second, casting,</p>



	<p>vote.</p> <p>A quorum shall be ten members. If a quorum is not present within 30 minutes of the notified time for commencement, and the meeting was called by the members under Rule 16 (3) the meeting will be dissolved. In any other case if a quorum is not present, the meeting will be adjourned to a date not more than 21 days after the adjournment. If a quorum is not present at the subsequent meeting, it may proceed if there are at least 5 full members present.</p> <p>Proxy votes will not be accepted.</p> <p>The chairperson of a general meeting may adjourn the meeting if there is insufficient time to deal with the business at hand, or to give members more time to consider an item of business. Resumption of an adjourned meeting will only provide for completion of the unfinished business, unless appropriate notice is given of new business, as in Rule 17.</p> <p>No advance notice is required for members to propose motions from the floor, apart from special resolutions which require 21 days notice as per Rule 17. However if notice has not been given at the time of the notice of the meeting, the Chair may at his or her discretion, defer the item of business and motion to another time.</p>
<p>19. Sources of funds</p>	<p>Funds for the Association may be derived from fees paid by members, grants and donations, proceeds from the sale of products or materials, and bank interest.</p>
<p>20. Management of Funds</p>	<p>The Treasurer is responsible for receiving funds and issuing receipts on behalf of the Association.</p> <p>The Treasurer is responsible for paying funds into the Association's bank account.</p> <p>The Treasurer is responsible for the keeping of appropriate financial records of income and expenditure.</p> <p>The Committee shall determine who from the committee shall be the signatories for cheques and electronic transfers. All expenditure shall be authorised by at least two of the signatories, and all cheques will be signed by two of the signatories.</p> <p>The Treasurer will ensure that the Association's Personal Accident, Association's Liability and Public Liability Insurance policies are current and in effect.</p>
<p>21. Alteration to Rules</p>	<p>These Rules may only be altered by special resolution of a general meeting of the Association</p>
<p>22. Winding up of the Association</p>	<p>The Association may be wound up voluntarily by special resolution.</p> <p>In the event of winding up or the cancellation of incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association, but must be given to a not-for-profit organisation that has similar purposes to the Association, as decided by</p>



	special resolution.
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