



Rules

of

**The Australian National
University Choral Society**

Incorporated

'SCUNA'

Adopted 13 August 2014
Interspersed notes last amended 13 August 2014

**An association incorporated under the
Associations Incorporation Act 1991
of the Australian Capital Territory**

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Part I Preliminary

Note: A note included in these rules is intended to be explanatory only and is not legally part of these rules, as provided by the *Legislation Act 2001*, subsections 127 (1), (4) and (5).

If a section or a note refers to a law, it usually refers to the provisions of that law in effect at the time of adoption of these rules. However, these rules are subject to current laws as amended from time to time. The main laws and related documents referenced are currently available to be read or downloaded from the internet. They are the —

- ◆ *Associations Incorporation Act 1991* at: <http://www.legislation.act.gov.au/a/1991-46/>
- ◆ *Associations Incorporation Regulation 1991* at: <http://www.legislation.act.gov.au/sl/1991-31/>
- ◆ *Income Tax Assessment Act 1997* at: http://www.austlii.edu.au/au/legis/cth/consol_act/itaa1997240/
- ◆ *Legislation Act 2001* at: <http://www.legislation.act.gov.au/a/2001-14/> .and
- ◆ *Register of Cultural Organisations Guide* - <http://arts.gov.au/sites/default/files/collections/register-of-cultural-organisations-guide.pdf>

1 Name, objects and interpretation

(1) The **name** of the association is **The Australian National University Choral Society Incorporated, hereinafter called SCUNA.**

(2) The **objects** of **SCUNA** are —

- (a) To promote choral and related music among students and the wider community;
- (b) To maintain one or more choirs;
- (c) To enhance the musical and voice skills of members;
- (d) To present choral and related music in public; and
- (e) To do such things as may be conducive to the attainment of these objects.

(3) In these rules, the following definitions apply except so far as a contrary intention appears —

the Act means the Associations Incorporation Act 1991 of the Australian Capital Territory;

the ANU means the Australian National University;

ANUSA means the ANU Students' Association;

this constitution means these rules of SCUNA;

Executive office-bearer means any one of the president, secretary or treasurer;

financial year, unless defined otherwise by a general meeting of SCUNA, means the year ending on 30 June;

the Foundation means the SCUNA Foundation as defined in section 34;

general meeting means a meeting, including annual general meeting, of the members of SCUNA held pursuant to Part IV of this constitution;

member means a member of SCUNA, unless the context implies otherwise;

the Regulation means the Associations Incorporation Regulation 1991 of the Australian Capital Territory;

special resolution means a resolution of a general meeting of SCUNA being a meeting of which at least 21 days notice, accompanied by a notice of intention to propose the resolution as a special resolution, has been given to the members of SCUNA; and it is passed by at least three quarters of the votes of those members who, being entitled to vote, vote in person or by proxy at the meeting;

student means a student enrolled at an Australian university, college of technical and further education, institute of technology, secondary college, or high school, unless the context indicates otherwise;

teaching day means any day from Monday to Friday during a teaching period, excluding public holidays; and

teaching period means any of the four academic terms in a calendar year as set out for the academic teaching Colleges of the ANU.

- (4) The *Legislation Act 2001* of the Australian Capital Territory applies to these rules in the same way as it would if the rules were an instrument made under the *Associations Incorporation Act 1991*.

Note: The *Legislation Act 2001* governs the legal interpretation of these rules in a way similar to the interpretation of ACT legislation generally.

2 Affiliation

Note: Section 2 is essentially as prescribed by the ANU Students' Association for affiliation.

SCUNA may from time to time become affiliated with the Clubs and Societies Committee of ANUSA and the Postgraduate and Research Students' Association, and when SCUNA is so affiliated, anything in this constitution which is inconsistent with ANUSA Clubs and Societies Regulations is null and void to the extent of inconsistency.

Part II Membership

3 Membership categories and voting rights

- (1) The categories of membership of SCUNA are —
 - (a) ANU students;
 - (b) students who are not ANU students;
 - (c) life members;
 - (d) honorary members being persons who are designated as such by the committee provided there are not more than 10 such members at any time; and
 - (e) persons who are not described in paragraphs (a) to (d).
- (2) All members have the right to vote at general meetings.
- (3) A person is a member of SCUNA if, for the purposes of the Act, the person was a member at the time SCUNA was incorporated under the Act and has continued to be such a member since that time.

4 Application and approval for membership

- (1) The procedure by which a person may become a member, other than a life member or honorary member, is:
 - (a) An applicant for membership must apply in writing on the form set out in Appendix 3 which must be signed and dated by the applicant and given to the secretary.
 - (b) An application for membership must be submitted with a membership fee and any entrance fee prescribed by the committee.
 - (c) An applicant may provide personal details and details of membership fee payment online through SCUNA's website.
 - (d) The secretary must approve the applicant for membership or refer the application to the committee which must decide whether to approve or reject the application.
 - (e) If the secretary or the committee approves an application for membership the secretary must notify the applicant, and enter the applicant's name in the register of members as soon as practicable after that decision.
 - (f) On the name being so entered, the applicant becomes a member.
- (2) The procedure by which a person may become a **life member** is:
 - (a) A general meeting may approve a person to become a life member if the meeting decides that the person has rendered exceptional services to SCUNA over many years, and the secretary must enter the person's name in the register of members as soon as practicable after that approval.
 - (b) On the name being so entered, the person becomes a life member.

- (3) The procedure by which a person may become an **honorary member** is:
 - (a) The committee may, with the person's consent, appoint a person to be an honorary member, and the secretary must enter the person's name in the register of members as soon as practicable after that approval.
 - (b) On the name being so entered, the person becomes an honorary member.

5 Membership entitlements not transferable

A right, privilege or obligation that attaches to a person's membership of SCUNA —

- (a) cannot be transferred or transmitted to another person; and
- (b) terminates on cessation of the person's membership.

6 Resignation and other cessation of membership

- (1) A person ceases to be a member of SCUNA if the person —
 - (a) dies or, in the case of a corporation, is wound up; or
 - (b) resigns from membership of SCUNA; or
 - (c) is expelled from SCUNA; or
 - (d) fails to pay a prescribed fee in respect of membership or other amount the member owes to SCUNA by its due date, provided that the committee may allow an extension of time to pay; or
 - (e) is an honorary member and the committee cancels that person's honorary membership.
- (2) A member is not entitled to resign from membership of SCUNA except in accordance with this section.
- (3) A member who has paid all amounts payable by the member to SCUNA may resign from membership of SCUNA by first giving notice (of not less than one month or, if the committee has determined a shorter period, that shorter period) in writing to the secretary of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.
- (4) If a person ceases to be a member, the secretary must make an appropriate entry in the register of members recording the date the member ceased to be a member.

7 Membership fees and periods

- (1) Unless the committee resolves otherwise, membership fees shall be payable in respect of 2 periods in any 12 months, called Period 1 and Period 2, which are defined as:
 - (a) Period 1 shall be from the first teaching day of the first academic term of the ANU's academic year until the end of the day before Period 2 commences; and
 - (b) Period 2 shall be from the first teaching day of the first academic term of the ANU's semester 2 (the third academic term of the academic year) until the end of the day before the following Period 1 commences.
- (2) Unless the committee decides otherwise —
 - (a) there shall be no fees for entrance to membership; and
 - (b) periodic membership fees shall be as shown in Appendix 3.
- (3) There shall be no fees for entrance to membership or periodic membership fees payable by life members and honorary members.
- (4) A membership fee in respect of any period is payable at the start of that period and such period shall be unbroken, and shall not be for more than 12 months.
- (5) Except by agreement of the committee, no part of a fee for entrance to membership or periodic membership fee shall be refundable upon the cessation of a membership.

8 Members' liabilities

The liability of a member to contribute towards the payment of the debts and liabilities of SCUNA or the costs, charges and expenses of the winding up of SCUNA is limited to the amount (if any) unpaid by the member in relation to membership of SCUNA as provided by section 7.

9 Disciplining of members

- (1) The committee may resolve to discipline a member of SCUNA if the committee is of the opinion that the member has —
 - (a) persistently neglected to comply with a provision of these rules; or
 - (b) wilfully damaged the interests of SCUNA.
- (2) In relation to a resolution made under subsection (1), the committee may resolve to expel the member from SCUNA, or suspend the member from some rights and privileges of membership for a defined period.
- (3) A resolution of the committee made under subsection (2) is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after notifying the member in writing under subsection (4), confirms the resolution in accordance with this section.
- (4) If the committee makes a resolution under subsection (2), the secretary shall, as soon as practicable, notify the member in writing —
 - (a) setting out the resolution and the grounds on which it is based;
 - (b) stating that the member may address a meeting of the committee to be held not earlier than 14 days and not later than 28 days after the notification;
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may ask the committee to review its resolution by doing either or both of the following:
 - (i) attending and speaking at that meeting;
 - (ii) submitting to the committee, at or before that meeting, written representations relating to the resolution.
- (5) Subject to the Act, section 50, at a meeting of the committee mentioned in subsection (4), the committee shall —
 - (a) give to the member mentioned in subsection (1) an opportunity to make oral representations;
 - (b) give due consideration to all representations submitted to the committee by that member at or before the meeting; and
 - (c) review the resolution that the committee made under subsection (2) and resolve to confirm or to revoke that resolution, provided that confirmation may allow for a reduction in the penalty prescribed.
- (6) If the committee confirms a resolution under subsection (5), the secretary shall, within 7 days after that confirmation, notify the member in writing of that confirmation and of the member's right of appeal under section 10.
- (7) The date of effect of any resolution confirmed under subsection (5) is, —
 - (a) if the member does not exercise the right of appeal within the designated period, the day after the end of the period within which the member is entitled to appeal against the resolution; or
 - (b) if the member exercises the right of appeal within the period designated in section 10, the date on which the committee notifies the member of the resolution in writing in accordance with subsection 10 (4).

10 Right of appeal of disciplined member

- (1) A member may appeal to a general meeting against a resolution of the committee that is confirmed under subsection 9 (5) by lodging with the secretary a notice to that effect within 7 days after a notice of the resolution is served on the member.
- (2) On receipt of a notice under subsection (1), the secretary must notify the committee, which must call a general meeting to be held within 21 days after the date when the secretary received the notice or as soon as practicable after that date.
- (3) Subject to the Act, section 50, at a general meeting called under subsection (2) —
 - (a) no business other than the question of the appeal may be transacted;
 - (b) the committee and the member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the members present must vote by secret ballot on the question of whether or not the resolution made under subsection 9 (5) should be confirmed.
- (4) If the meeting passes a resolution confirming the resolution made under subsection 9 (5), that resolution is confirmed.

11. Insurance and harassment

- (1) During any period in which SCUNA is affiliated pursuant to section 2, —
 - (a) the committee shall determine the extent of insurance cover for its members of all categories, its workers (paid and unpaid), and for public risk liability, which may be provided by the insurers of ANUSA or the ANU;
 - (b) having regard to the possibility that persons who are not ANU students may not be covered by any insurance mentioned in paragraph (1) (a), the committee shall obtain similar insurance for such persons; and
 - (c) SCUNA will adopt the Harassment Policy of the ANU, and the committee shall refer complaints of harassment to the ANU's Harassment Officer.
- (2) For any period that SCUNA is not affiliated pursuant to section 2, the committee shall obtain appropriate insurance cover for the categories of persons mentioned in paragraph (1) (a).

Part III Committee and Trustees

12 Powers and responsibilities of Executive office-bearers and committee

- (1) The committee, subject to the Act, the Regulation, these rules, and to any resolution of a general meeting —
 - (a) controls and manages the affairs of SCUNA;
 - (b) may exercise all functions that may be exercised by SCUNA other than those functions that are required by these rules to be exercised by a general meeting; and
 - (c) has the power to do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of SCUNA.
- (2) Subject to sections 13, 16 and 17, the committee may, from time to time, reassign the duties of any member of the committee, other than an Executive office-bearer, even though the member may have been elected by a general meeting to a specific office.
- (3) The Executive office-bearers shall maintain written duty statements which describe the duties of each committee member.

13 Trustees

Note: Section 13 is essentially as prescribed by the ANU Students' Association for affiliation.

During any period in which SCUNA is affiliated pursuant to section 2 —

- (a) the committee shall appoint three committee members to be the Trustees of SCUNA, and if any such appointee ceases to be a Trustee, the committee shall appoint a replacement from among its members;
- (b) at least 2 of the Trustees must be ANU students for the periods they hold that office;
- (c) the Trustees shall —
 - (i) ensure that all functions of the secretary and treasurer are performed as described in these rules, and ensure that SCUNA's records can be examined by the Clubs and Societies Committee of ANUSA;
 - (ii) be signatories to SCUNA's bank account; and
 - (iii) ensure that SCUNA complies with the regulations of the Clubs and Societies Committee of ANUSA;
- and
- (d) within 14 days after the end of an annual general meeting, the Trustees must forward to the chair of the Grants and Affiliation Committee of ANUSA —
 - (i) the annual president's report as approved by the annual general meeting;
 - (ii) the annual statements of income and expenditure and the balance sheet, as approved by the annual general meeting; and
 - (iii) a list of the names of office bearers elected at the annual general meeting.

14 Committee membership and size

- (1) The size of the committee shall be three plus such additional number as a general meeting or the Executive office-bearers may decide, whichever is the larger number.
- (2) No person may concurrently hold more than one of the Executive office-bearer offices.
- (3) The committee shall consist of members of SCUNA entitled to vote in general meetings and shall be the Executive office-bearers, plus members who must be elected or appointed to the committee under section 15.
- (4) Subject to these rules, each member of the committee remains a member of the committee until the conclusion of the annual general meeting following the date of the member's election or appointment, but is eligible for re-election or re-appointment.

Note: In respect of subsection 14 (4), note particularly sections 18 and 19.

15 Election and appointment of committee members

- (1) An election of Executive office-bearers and other members of the committee must be held at every annual general meeting, and other general meetings may hold similar elections.
- (2) If the office of any Executive office-bearer is vacant, the committee must appoint a member of SCUNA to fill that vacancy provided that, if the vacancy is that of president and a general meeting has elected a person to the office of vice president, a person holding that office shall be president.
- (3) Subject to subsection (2) and section 14, the committee may appoint a member of SCUNA to be a member of the committee.
- (4) To be elected to the committee by a vote of a general meeting, a candidate must first be nominated by way of a written nomination, in the form set out in Appendix 1, signed by two other members of SCUNA and by the consenting candidate, and such nomination shall be given to the person presiding at the election;
- (5) The person presiding at elections to fill more than one vacancy on the committee will determine the sequence in which such elections will be held to fill those vacancies.

- (6) If the number of nominations received for a position on the committee is less than or equal to the number of vacancies of that position required to be filled, a candidate or candidates nominated for that position shall be taken to be elected, unless the general meeting resolves otherwise.
- (7) If the number of nominations received for a position exceeds the number of vacancies required to be filled, a ballot shall be held in such manner as the person presiding may direct, unless the general meeting resolves to hold the ballot in some other manner.
- (8) The election or appointment of a person to an office or to the committee is not valid without the signed consent of the person.

16 Secretary

- (1) The secretary of SCUNA shall, as soon as practicable after being elected or appointed as secretary, notify SCUNA of his or her address.
- (2) The secretary shall keep minutes of —
 - (a) all elections and appointments of committee members;
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee 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.
- (4) The secretary shall maintain a register of members of SCUNA, which will include the student identification number of each member who is an ANU student.
- (5) The secretary shall make provision for the preservation of SCUNA's accounting records as required by subsection 38 (1).
- (6) The secretary shall liaise with the ANU Archives Centre as required by subsection 38 (2).

17 Treasurer

The treasurer of SCUNA shall —

- (a) collect and receive all moneys receivable by SCUNA and make all payments authorised by SCUNA;
- (b) having regard to subsection 23 (3) and section 33, keep accounting records that correctly record and explain the transactions of SCUNA (including any transactions as trustee) in such a way that —
 - (i) true and fair accounts of SCUNA can be prepared annually; and
 - (ii) a statement of the accounts of SCUNA showing the balance sheet as well as income and expenditure report, can conveniently and properly be audited in accordance with the Act; and
- (c) having regard to section 38, pass all previous years' accounting records of SCUNA and related documents to the secretary for retention.

Note: The Act, section 71, prescribes a penalty to be paid by (currently \$2,800), for failure to preserve accounting records for 7 years after the transactions to which they relate were completed.

18 Vacancies

A vacancy in the office of member of the committee happens if the member —

- (a) dies; or
- (b) ceases to be a member of SCUNA; or
- (c) resigns the office; or
- (d) is removed from office under section 19; or
- (e) becomes an insolvent under administration within the meaning of the *Corporations Act*; or
- (f) suffers from mental or physical incapacity to perform the office; or

- (g) is disqualified from office under the Act, section 63 (1); or
- (h) is absent without the consent of the committee from all meetings of the committee held during a period of 3 months, with December and January not counted, and such consent may be granted retrospectively.

19 Removal of committee members and other office-bearers.

Note: Section 50 of the Act refers to the rules of natural justice.

Subject to section 50 of the Act, a member of the committee or other office-bearer of SCUNA may be removed from the committee or other office before the end of the person's term of office —

- (a) by a general meeting if that person was elected or appointed to the committee or office by a general meeting; or
- (b) by the Executive office-bearers if that person was appointed to the committee or office by the Executive office-bearers; or
- (c) by the committee if that person was appointed to the committee or office by the committee.

20 Committee meetings and quorum

- (1) The committee shall meet at least 6 times per calendar year during ANU teaching periods at places and times that the committee may decide.
- (2) Meetings of the committee may be called by any member of the committee.
- (3) Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subsection (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) A quorum for the transaction of business at a meeting of the committee shall be three members of the committee of which one of that three is an Executive office-bearer or the vice president.
- (6) No business may be transacted by the committee 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 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 is dissolved.
- (8) At meetings of the committee —
 - (a) the president or, in the absence of the president, the vice-president presides; and
 - (b) if the president and the vice-president are not present, one of the remaining members of the committee may be chosen by the members present to preside.

21 Delegation by committee to subcommittee

- (1) The committee may, in writing, delegate to one or more subcommittees (consisting of the member or members of SCUNA that the committee considers appropriate) the exercise of the functions of the committee that are specified in the terms of delegation, other than —
 - (a) this power of delegation; and
 - (b) a function that is a function imposed on the committee by any statute law.
- (2) A subcommittee may exercise its delegated functions from time to time in accordance with terms of delegation under this section while such terms remain unrevoked.

- (3) A delegation under this section may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances, that may be specified in the of delegation.
- (4) Despite any delegation under this section, the committee may continue to exercise any function delegated to a subcommittee.
- (5) Any act or thing done or suffered by a subcommittee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, in writing, revoke wholly or in part any delegation under this section.
- (7) A subcommittee may meet and adjourn as it considers appropriate.

22 Committee and Executive office-bears voting and decisions

- (1) Matters for decision arising at a meeting of the committee or of any subcommittee appointed by the committee are decided by a majority of the votes of members of the committee or subcommittee present at the meeting.
- (2) Each committee member present at a meeting of the committee or of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, if the votes on any matter for decision are equal, the person presiding may exercise a second or casting vote.
- (3) If, on a matter reserved by these rules to a decision of the Executive office-bearers, the votes for and against the matter are equal, the vice president (if any) will have one vote on that matter, and if the matter remains undecided, the committee shall decide it.

Part IV General meetings

23 Annual general meetings — holding of and business at

- (1) SCUNA must, in each calendar year and within 3 months after the end of its most recent financial year, but not commencing within the last 3 weeks of the second or fourth teaching period of any year, hold an annual general meeting of its members.
- (2) Annual general meetings must, subject to the Act, be held during teaching periods on the dates and at the places and times that the committee considers appropriate.
- (3) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is —
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the committee, reports on the activities of SCUNA during the previous financial year;
 - (c) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, section 73 (1); and
 - (d) to elect the Executive office-bearers and other members of the committee.
- (4) An annual general meeting must be specified as such in the notice calling it in accordance with section 24.
- (5) An annual general meeting must be conducted in accordance with the provisions of this Part IV of these rules.

24 General meetings — calling of

- (1) The committee may, whenever it considers appropriate, call a general meeting.
- (2) The committee shall, on the requisition in writing of not less than 5 per cent of the total number of members, call a general meeting to be held within ten weeks after the date that the requisition is, subject to subsection 41 (4), lodged with the secretary.

- (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) subject to subsection 41 (4), shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If, within three weeks after the date when a requisition of members for the meeting is lodged with the secretary, the committee fails to call a general meeting, any one or more of the members who made the requisition may call a general meeting to be held not later than ten weeks after that date.
- (5) A general meeting called by a member or members mentioned in subsection (4), or by the Public Officer, shall be called as nearly as is practicable in the same way as general meetings are called by the committee and any person who thereby incurs expense is entitled to be reimbursed by SCUNA for any reasonable expense so incurred.

25 General meetings — notice of

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, send by prepaid post or by electronic means to each member at the member's postal or email address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution, the secretary shall, at least 21 days before the date fixed for the holding of that meeting, send notice to each member in the way provided in subsection (1) specifying, in addition to the matter required under that subsection, the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice calling a general meeting may be transacted at the meeting except, for an annual general meeting, business that may be transacted under subsection 23 (3).
- (4) A member desiring to bring any business before a general meeting may give written notice 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.

26 General meetings — procedure and quorum

- (1) No item of business may 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) Five members present in person (who are entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting, if called on 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 place, 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.
- (4) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, three or more members present constitute a quorum.
- (5) The committee shall formulate standing orders, which are consistent with these rules, for the conduct of general meetings and shall publish such standing orders on SCUNA's website.

27 Presiding member

The president, or in the absence of the president, the vice-president, presides at a general meeting, unless the members present elect one of their number to preside at the meeting.

28 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 may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If 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 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 subsections (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned general meeting is not required to be given.

29 Making of decisions

At a general meeting —

- (a) a resolution shall be decided on a show of hands unless, before or on the declaration of the result of the show of hands, a poll is demanded by the person presiding or by at least 3 members whether present in person or represented by proxy;
- (b) except if paragraph (c) applies, the poll shall be taken in such manner and at such time before the close of the meeting as the person presiding directs;
- (c) if the poll relates to the election of the person to preside at the meeting, or to the question of an adjournment, the poll shall be taken immediately;
- (d) the resolution of the poll shall be the resolution of the meeting on the matter; and
- (e) if a resolution is decided on a show of hands without a poll, the fact, without proof of the number or proportion of the votes recorded in favour of or against that resolution, is evidenced by —
 - (i) a declaration by the person presiding that a resolution has been carried, carried by a particular majority, or lost; or
 - (ii) an entry to that effect in the minute book of SCUNA;

30 Voting at general meetings

- (1) Subject to subsection (3), on any question arising at a general meeting, a member has one vote only.
- (2) All votes shall be given personally or by proxy but no member may hold more than 5 proxies.
- (3) If the votes on a question at a general meeting are equal, 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 unless all money due and payable to SCUNA by the member or proxy has been paid.

31 Appointment of proxies

Note: Section 30 also relates to the use of proxies.

- (1) Each member is entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the session of the meeting for which the proxy is appointed.
- (2) A notice appointing a proxy shall be in the form set out in Appendix 2.

Part V Miscellaneous

32 Not for profit

Note: This section is prescribed by the ANU Students' Association for affiliation.

The assets and income of SCUNA shall be used only for the promotion of SCUNA's objectives and no portion may be paid or transferred directly or indirectly to its members except as —

- (a) *bona fide* remuneration for services rendered by the members to SCUNA;
- (b) reimbursement of expenses incurred on behalf of SCUNA;
- (c) interest at a rate not exceeding interest at the rate for the time being which is or would be charged by SCUNA's bankers for money lent to SCUNA; and
- (d) *bona fide* rent for premises let to SCUNA.

33 Funds — source and management

- (1) The funds of SCUNA may be derived from entrance fees, membership fees, concert ticket and program sales, sale of sponsor advertising, music scores and recordings, raffles, grants, gifts and, subject to any resolution passed by SCUNA in a general meeting and subject to the Act, section 114, from any other sources that the committee decides.
- (2) All money received by SCUNA must be deposited as soon as practicable and without deduction to the credit of a bank account of SCUNA.
- (3) SCUNA shall, as soon as practicable after receiving any money, other than for concert tickets and programs, issue a receipt showing the name and Australian Business Number (ABN) of SCUNA, as well as the date and the purpose of the payment.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments drawn or tendered by SCUNA must be signed by two members of the committee authorised by the committee to do so.
- (5) Transfers of funds from SCUNA's bank accounts may be performed using on-line electronic means, including automated periodic payments, with due regard to the electronic security of SCUNA's funds provided that such transfers are executed by two members of the committee authorised by the committee to do so.
- (6) All arrangements for payments described in subsections (4) and (5) must have prior approval of the committee and, at the committee meeting next following any payment, the treasurer shall cause details of all such payments to be submitted to the committee.

34 Public Fund - The SCUNA Foundation

Note: Deductible Gift Recipients (DGRs) are required to keep adequate accounting and other records that record and explain all transactions relevant to their status as a DGR. Failure to keep such records attracts a penalty, currently \$2,800, payable by SCUNA.

- (1) A public fund to be called "**The SCUNA Foundation**" may be established and listed on the Register of Cultural Organisations and, if established, will be maintained subject to this section for the purpose of supporting the objects of SCUNA as defined under subsection 1 (2).
- (2) The Foundation will receive all gifts of money or property for the purposes of furthering the objects of SCUNA as defined under subsection 1 (2). These assets will be kept separate from other funds of SCUNA and will only be used to further the objects of SCUNA.
- (3) Any money and property received through such gifts, along with any interest earned on such gifts, must be credited to the Foundation.

- (4) Members of the public are to be invited to make gifts of money or property to the Foundation for the specific purpose of the Foundation.
- (5) Receipts are to be issued in the name of the Foundation and must state that the receipt is for a gift made to the Foundation, the Australian Business Number of the Foundation, the fact that the receipt is for a gift, and any other matter required to be included on the receipt pursuant to the requirements of the *Income Tax Assessment Act 1997 (Commonwealth)* as amended from time to time.
- (6) Proper accounting records and procedures are to be kept and used for the Foundation.
- (7) The Foundation must not receive any other money or property to its account and it must comply with subdivision 30-F of the *Income Tax Assessment Act 1997 (Commonwealth)*, as amended from time to time.
- (8) Investment of monies in the Foundation will be made in accordance with guidelines for public funds as specified by the Australian Taxation Office.
- (9) The Foundation will be operated on a non-profit basis.
- (10) The Foundation is subject to the provisions of the Act and the resolutions of SCUNA.
- (11) Any allocation of funds or property from the Foundation will be made in accordance with the objects of SCUNA as defined in subsection 1 (2).
- (12) No monies or property of the Foundation will be distributed to members or office bearers of SCUNA, except as reimbursement of out-of-pocket expenses incurred on behalf of the Foundation or proper remuneration for administrative services.
- (13) The Foundation will be administered by governors appointed by the SCUNA committee, the majority of whom, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of SCUNA. The SCUNA committee will appoint and remove the governors for such terms of office as it sees fit. A simple majority of the governors will be 'responsible persons' as defined by the *Register of Cultural Organisations Guide*.
- (14) The government department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed alterations to provisions for the Foundation, including change of name, to assess the effect of any such alterations on the Foundation's continuing status as a deductible gift recipient.
- (15) If, upon the winding-up or dissolution of the Foundation, there remains after satisfaction of all its debts and liabilities any property, the property will not be paid to or distributed among the members of SCUNA, but will be given or transferred to some other fund, authority or institution having objects similar to the objects of SCUNA, and whose rules prohibit the distribution of its assets among its members, and such fund, authority or institution is to be eligible for tax deductibility of donations under Subdivision 30-B, section 30-100, of the *Income Tax Assessment Act 1997 (Commonwealth)* as amended from time to time.

35 Dissolution and surplus assets

Note: This section is essentially as prescribed by the ANU Students' Association for affiliation.

- (1) SCUNA can be dissolved by a special resolution of the members at a general meeting, or when SCUNA ceases to operate due to no members holding Executive or trustee positions within six weeks after the start of any ANU teaching period and SCUNA ceasing to function through natural attrition.
- (2) Subject to subsection 34 (15), and to the Act, section 92, in the case of SCUNA being dissolved or wound up, any excess assets, property, funds or money remaining after all debts and liabilities are paid shall not be given to members but shall be given or transferred to ANUSA.

36 Alteration and availability of constitution

- (1) Neither the objects of SCUNA mentioned in the Act, section 29, nor any other provisions of these rules may be altered except in accordance with the Act.
- (2) The committee shall cause a copy of SCUNA's constitution, as amended from time to time, to be published on SCUNA's website.

Note: The objects of SCUNA are in subsection 1 (2) of these rules and have been separately notified to the Registrar-General. A **special resolution** is required for an alteration to the objects or to the rules generally (the Act, sections 30 and 33 respectively). Such alteration is of no effect until a notice, setting out the particulars of the alteration, is submitted to the Registrar-General on the required form which must be lodged within 1 month after the passing of the **special resolution**. (If late, a fine applies.)

The specific wording of the objects is an important factor in obtaining status as a Deductible Gift Recipient (DGR). Alteration of the objects of a body with DGR status will nullify that status, requiring re-application to the relevant Commonwealth government agencies to regain DGR status.

37 Common seal

Note: A common seal is required by the Act. Its imprint with signatures is a binding 'signature' of SCUNA. Authorisation for its use and each subsequent use should appear in committee minutes.

- (1) The common seal of SCUNA shall be kept in the custody of the secretary.
- (2) The common seal shall not be attached to any instrument except by the authority of the committee and the attaching of the common seal shall be attested by the signatures of two Executive office-bearers.

38 Custody of records and archives

Note: The Act, section 71, prescribes a penalty for the organisation (currently \$2,800), for failure to preserve accounting records for 7 years after the completion of transactions to which they relate.

- (1) Subject to the Act, the Regulation and these rules, the secretary shall keep in his or her custody or under his or her control all financial and legal records, accounting books and reports and related documents relating to SCUNA, which must be retained for at least 7 years.
- (2) Prior to each annual general meeting, the secretary will consult with the ANU Archives Centre to determine which SCUNA records and materials will be archived by the ANU, and will forward such items to the archive's staff.

39 Inspection of records

Note: Legally confidential information is information which is received under an obligation of confidence and where it can reasonably be expected by any party that the information will be treated in confidence, unless it is required to be disclosed by law or is already in the public domain.

With the exception of documents containing personal information of an individual, or information which is legally confidential, the records, books and other documents of SCUNA shall be open to inspection at a place in the Australian Capital Territory, free of charge, by a member of SCUNA at any reasonable hour.

40 Service of notices

- (1) For these rules, a notice may be served by or on behalf of SCUNA on any member either personally or by sending it by post or receipted email to the member at the member's address shown in the register of members.
- (2) If a document is sent to a person as or by email, or by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for these rules to have been served on the person at the time when the item would have been delivered in the ordinary course of transmission.

41 Public Officer

Note: Sections 13A, 57, 58, 59, 63, 63A, 64, 66 and 67 of the Act relate to the Public Officer who does not need to be a member of SCUNA, and does not have a prescribed term of office. Each member of the committee commits an offence (currently a \$280 fine) if the committee, without reasonable cause, fails to appoint a Public Officer within 14 days of that office becoming vacant.

The Public Officer must notify the Registrar-General of his/her appointment within 1 month of such appointment and of all changes of his/her public postal address. Failure to notify within 1 month is an offence (currently a fine of \$280 relating to appointment, and \$140 relating to change of postal address).

- (1) If the office of Public Officer becomes vacant, the committee or a general meeting will appoint a person to the vacancy within 14 days, and that person must be a resident of the Australian Capital Territory, at least 18 years of age, and not bankrupt or personally insolvent.
- (2) A general meeting of SCUNA may remove the Public Officer from that office at any time without prior notice, and the committee will immediately notify the person about such removal.
- (3) The offices of secretary and Public Officer may not be held concurrently by the same person.
- (4) If no person holds the office of secretary, or the secretary or the committee fails to act as required by the Act or by these rules, the Public Officer may perform such functions, and have access to such records of SCUNA, as are necessary to call a general meeting.
- (5) The Public Officer may hold a copy of the register of members of SCUNA.

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Appendix 1

The Australian National University Choral Society

Incorporated under the *Associations Incorporation Act 1991, of the Australian Capital Territory*

Nomination of Candidate for Election to the Committee at the General Meeting to Commence on / / 20....

(pursuant to subsection 15(4) of the rules of the Society)

NOMINATOR —

I,, on this day of, 20....,
(*full name of nominator*)
being a member of **The Australian National University Choral Society** Incorporated,
nominate to be a candidate for election
(*full name of candidate*)
to the committee of **The Australian National University Choral Society** Incorporated, and I
have affixed my signature below against the office(s) to which I nominate him/her.

SECONDER —

I,, on this day of, 20....,
(*full name of seconder*)
being a member of **The Australian National University Choral Society** Incorporated,
second the above nomination, and I have affixed my signature below against the office(s) to
which he/she is nominated.

CONSENT OF CANDIDATE —

I,, on this day of, 20....,
(*full name of candidate*)
being a member of **The Australian National University Choral Society** Incorporated,
consent to being elected to the committee of that Society, and I have affixed my signature
below against the office(s) to which I consent.

	OFFICE	Nominator's Signature	Secunder's Signature	Candidate's Signature
1	President			
2	Vice-President			
3	Secretary			
4	Treasurer			
5	Other			

Nomination to more than one office may be proposed, but —

- *a person may hold only **one** of the offices numbered 1, 3 & 4 at one time; &*
- *elections will be held in the order decided by the person presiding.*

Appendix 2

The Australian National University Choral Society

Incorporated under the *Associations Incorporation Act 1991, of the Australian Capital Territory*

Appointment of Proxy

(pursuant to sections 30 and 31 of the rules of the Society)

Note: A person appointed as a proxy must be a member of the Society. This notice must be given to the Secretary at least 24 hours before the start of the session of the meeting. No person may hold more than 5 proxies.

I,
(full name)

of
(address)

being a member of **The Australian National University Choral Society** Incorporated

appoint
(full name of proxy)

of
(address)

who is a member of **The Australian National University Choral Society** Incorporated, 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) commencing on

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

.....
(Signature of appointer)

Date

SCUNA Member's Questionnaire

In which year did you first join SCUNA?

(Write 'new member' if this is your first year) _____

ANU students:

What degree are you doing? _____

What year are you in? _____

Others:

Are you a current ANU staff member? (Please circle) **Yes / No**

Are you an ANU Alumnus? (Please circle) **Yes / No**

All members to complete:

1. Would you consider being on the SCUNA committee?

(Please circle) **Yes / Maybe / No**

a) If yes/maybe, which position(s) would interest you? (Please circle)

- | | |
|----------------------------|------------------------|
| President | Publicity Officer |
| Vice-president | Camp Officer |
| Secretary | Social Secretary |
| Treasurer | Librarian |
| Concert Manager | Webmaster |
| Membership Secretary | Student Representative |
| Desktop Publishing Officer | |

b) If no, would you be willing to assist the person in one of the above positions on an *ad hoc* basis? (Please circle) **Yes / Maybe / No**

If yes/maybe, which position(s) would interest you? _____

2. Please list any **equipment / skills** you have that you think could assist SCUNA --

Thanks

We hope you enjoy your year with SCUNA --